

**ARTICLES OF ORGANIZATION**  
**OF**  
**HICKORY ESTATES, LLC**

Pursuant to the provisions of Alabama Code 10-12-1 et seq, the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

- I. **NAME.** The name of the Limited Liability Company is HICKORY ESTATES, LLC (hereinafter the "Company").
- II. **DURATION.** The latest date upon which the Company is to dissolve is December 31, 2059.
- III. **PURPOSE.** The purpose of the Company is to acquire, own and develop real estate, and any and all other lawful purposes.
- IV. **LOCATION.** The location and mailing address of the Company's initial registered office is 331 Highway 36, Chelsea, Alabama, 35043, and the name of the Company's initial registered agent at that address is R. Ray Shirley
- V. **INITIAL MEMBERS.** The names and addresses of the initial members of the Company are:

R. Ray Shirley  
331 Highway 36,  
Chelsea, Alabama, 35043

Cecilia T. Shirley  
331 Highway 36,  
Chelsea, Alabama, 35043

- VI. **ADMISSION OF ADDITIONAL MEMBERS.** No member of the Company has the right to admit additional members, except as provided in the Company's Operating Agreement.

**VII. MANAGEMENT.** The Company is to be managed by one or more managers, and the name and mailing address of the initial manager of the Company is:

R. Ray Shirley  
331 Highway 36,  
Chelsea, Alabama, 35043

The initial manager shall serve as manager of the company, until the members shall elect a successor, and such successor be duly qualified.

**VIII. LIMITED LIABILITY OF MEMBERS.** Except as provided by Ala. Code § 10-12-20 or other applicable law, the members of the Company shall not be liable under a judgment, decree, or court order, or in any other manner, for a debt, obligation, or liability of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, manager, agent, or employee of Company.

**IX. CONTINUATION OF BUSINESS UPON DISSOCIATION OF A MEMBER.** If a member of the Company becomes dissociated from the Company, pursuant to these Articles, the Operating Agreement, or by operation of law, the Company's affairs shall be wound up, and the Company dissolved, unless the remaining members submit their unanimous written consent within ninety (90) days of dissociation, and there exists at least one remaining member.

**IN WITNESS WHEREOF,** the undersigned have executed these Articles of Organization this 24 day of February, 2004.

R. Ray Shirley  
R. Ray Shirley (Its Member)

Cecilia T. Shirley  
Cecilia T. Shirley (Its Member)

**THIS INSTRUMENT PREPARED BY:**

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