

This instrument was prepared by:  
LAURIE BOSTON SHARP  
Attorney at Law, LLC  
1300 Corporate Drive  
Suite 300  
Birmingham, Alabama 35242

**ARTICLES OF ORGANIZATION**  
**OF**  
**SOUTHLAND PROPERTIES, LLC.**

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act (hereinafter referred to as "the Act"), the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company ("Company") is SOUTHLAND PROPERTIES, LLC.

**ARTICLE II**

**DURATION**

The period of duration for the Company shall be from the date of filing these Articles of Organization with the Office of the Judge of Probate of Shelby County, Alabama (the "Filing Date"), until the earliest to occur of the following:

- A. The fiftieth (50th) anniversary of the Filing Date;
- B. Dissolution of the Company by the unanimous written agreement of the Members; or
- C. The occurrence of an event which under the Act constitutes an event of dissolution or otherwise works a termination of the Company under the Act, unless the legal existence and business of the Company are continued pursuant to Article VII below.

### **ARTICLE III**

#### **PURPOSES**

The Company has been organized for the following purposes:

- (1) purchasing, owning, selling, and leasing real estate;
- (2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

### **ARTICLE IV**

#### **INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The location and mailing address of the initial registered office of the Company is 2068 Valleydale Road, Hoover, Alabama 35244 and the name of the initial registered agent of the Company at such address is David A. Karcher.

### **ARTICLE V**

#### **INITIAL MEMBERS**

The names and mailing addresses of the initial members of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
David A. Karcher	212 Wood Ridge Drive Pelham, Alabama 35124
Lee P. Weaver	2117 Edenwood Drive Hueytown, Alabama 35023

### **ARTICLE VI**

#### **ORGANIZERS**

The names and mailing addresses of the organizers of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
David A. Karcher	212 Wood Ridge Drive Pelham, Alabama 35124
Lee P. Weaver	2117 Edenwood Drive Hueytown, Alabama 35023

## **ARTICLE VII**

### **ADMISSION OF NEW MEMBERS**

Members of the Company shall have the right to admit new members from time to time. Additional members may be admitted only upon the unanimous written consent of the existing members, and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

## **ARTICLE VIII**

### **CONTINUATION OF BUSINESS**

The cessation of membership of one or more members will not result in the dissolution of the Company.

## **ARTICLE IX**

### **MANAGEMENT**

The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.

## **ARTICLE X**

### **POWERS**

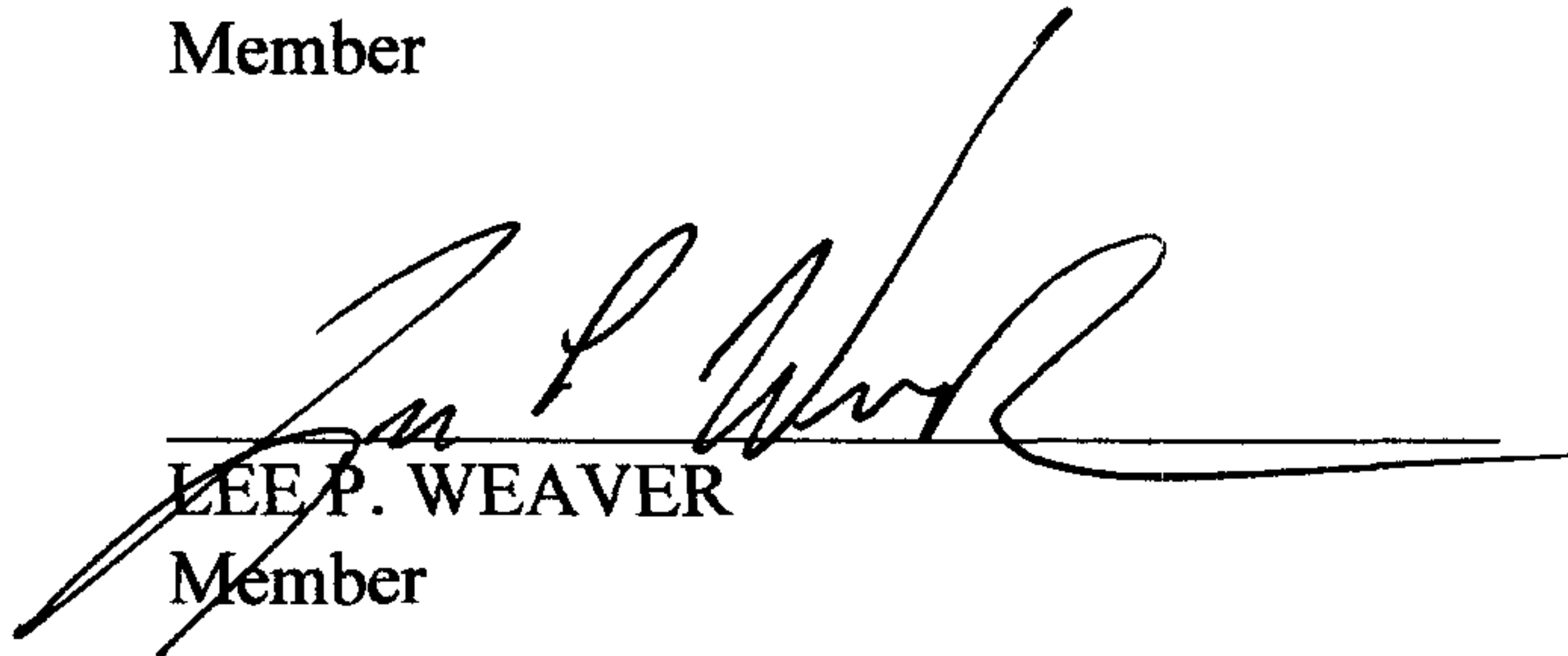
The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of  
Organization on this the 10 day of JUNE, 2004.



DAVID A. KARCHER

Member



LEE P. WEAVER

Member