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Shelby Cnty Judge of Probate, AL
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ARTICLES OF ORGANIZATION

OF

ROBERT L. WILLIAMS, JR., L.L.C.

THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the Provisions of Section 10-12-1, et seq. of the Code of Alabama (1975), the undersigned, desiring to organize a limited liability company and being the organizers of the limited liability company hereby organized, hereby make, sign, adopt and file the following ARTICLES OF ORGANIZATION.

ARTICLE I COMPANY NAME

The name of the Company is **ROBERT L. WILLIAMS, JR., L.L.C.**, (hereinafter referred to as the "Company").

ARTICLE II EFFECTIVE DATE

The effective date of the Company shall be 12:01 a.m. April 25, 2005.

ARTICLE III REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Company is Robert L. Williams, 527 Walker Road, Pelham, Alabama 35124, and the name of its initial registered agent at such address is Robert L. Williams.

ARTICLE IV INITIAL MEMBERS AND ORGANIZER

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

Name	Address
Robert L. Williams	527 Walker Road Pelham, Alabama 35124

The name and address of the organizer of the Company is:

Name	Address
Robert L. Williams	527 Walker Road Pelham, Alabama 35124

ARTICLE V INITIAL MANAGERS

The managers of the Company shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement. The names and addresses of the managers of the Company, and who shall serve until their successors are elected and begin serving are as follows:

Name	Address
Robert L. Williams	527 Walker Road Pelham, Alabama 35124

ARTICLE VI PURPOSES

The objects and purposes for which the Company is formed are:

- (a) To own and operate a general contractor business specifically an electrician;
- (b) To own and operate a restaurant and conduct business in the food service industry
- (c) To act as agent, jobber, or broker in buying, selling, and dealing in real and personal property of every nature and description and leases respecting the same and estates and interests therein and mortgages and securities thereon, in making and obtaining loans, whether secured by such property or not, and in supervising, managing, and protecting such property and all interests in, and claims affecting the same.
- (d) To buy, own, sell, pledge, exchange, convey, and otherwise acquire hold, dispose of and deal with bills, notes, bonds, warrants, debentures, and securities of all kinds.
- (e) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association, or corporation; to pay for the same in cash, the stock or other securities of this Company, or otherwise; to hold, or in any manner dispose of the whole or any part of the property so

acquired; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

- (f) To acquire, hold, use, sell, assign, lease, exchange, and grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, processes, formulas, methods, copyrights, trademarks and trade names, relating to or useful in connection with any business of this Company.
- (g) To assume or guarantee the payment of the principal of or dividends or interest on any shares of stock, notes, bonds or other securities, and to guarantee any contracts or obligations issued by any corporation, firm, or individual, and to use its name and credit for the benefit of other corporations, firms, or individuals.
- (h) To borrow and lend money; to give or to take security for money borrowed or loaned or for the purposes, by way of mortgage, pledge, transfer, assignment, or otherwise, on real or personal property of every nature and description; and to issue bonds, notes, bills of exchange, debentures, and other obligations and evidences of indebtedness.
- (i) To enter into, make, and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, government, or colony or dependency thereof.
- (j) To purchase or otherwise acquire its own shares of stock (so far as may be permitted by law), and its bonds, debentures, notes, scrip, or other securities or evidences of indebtedness, and to hold, sell, transfer, or reissue the same.
- (k) To do all and everything necessary and proper for the accomplishment of the objects to the protection and benefit of the Company, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the Company, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise.
- (l) To exercise all powers now granted, or which in the future may be granted, by the Alabama Limited Liability Company Act to limited liability companies formed thereunder, subject to any limitation imposed or any provision of any other statute of the State of Alabama.

ARTICLE VII STATUTORY RIGHTS

Any and every statute of the State of Alabama hereafter enacted whereby the rights, powers or privileges of the directors of limited liability companies organized under the general laws of the State of Alabama are increased, diminished or in any way affected, or whereby effect is given to the action taken by any part less than all of the directors of any such limited liability company, shall apply to this Company and shall be binding upon not only this Company, but upon every director thereof to the same extent as if such statute had been in force at the date of the making and filing of these Articles of Organization.

ARTICLE VIII DURATION

The period for the duration of the Company shall be perpetual.

ARTICLE IX ADMISSION OF ADDITIONAL MEMBERS

Upon the unanimous, written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.


ARTICLE X CESSATION OF MEMBERSHIP

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

ARTICLE XI MANAGEMENT

The conduct of the business and the affairs of this Company shall be governed and regulated by its Operating Agreement. The managers reserve the right to adopt the initial Operating Agreement of this Company. The managers are expressly authorized to alter, amend, or repeal the Operating Agreement of this Company.

IN WITNESS WHEREOF, these Articles of Organization have been subscribed as of the 25th day of April, 2005, by the undersigned members who expressly affirm that the statements made herein are true under the penalties of perjury.


Robert L. Williams