


THIS INSTRUMENT WAS PREPARED BY:  
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Sirote & Permutt, P.C.  
2311 Highland Avenue South  
Birmingham, Alabama 35205

STATE OF ALABAMA       )  
SHELBY COUNTY         )

  
20050812000415000 1/2 \$80.00  
Shelby Cnty Judge of Probate, AL  
08/12/2005 10:42:50AM FILED/CERT

**ARTICLES OF ORGANIZATION  
OF  
SKG HOLDINGS, LLC**

We, the undersigned, desiring to form a limited liability company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the limited liability company is SKG Holdings, LLC (the "Company").

2. The existence of the Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and its duration shall be perpetual; provided, however, that the Company shall be dissolved (a) upon the written consent or affirmative vote of Members owning at least seventy-five percent (75%) of the Units then outstanding, (b) as provided in the Operating Agreement of the Company, or (c) as may be required by the Alabama Limited Liability Company Act.

3. The Company may engage in any business permitted under the Alabama Limited Liability Company Act and the laws of any jurisdiction in which the Company may do business. The business conducted by the Company may include, without limitation, securities investment and management. The purpose for which the Company is organized is to accomplish the following: (a) maintain control of Company property; (b) increase wealth; (c) establish a method by which gifts can be made without fractionalizing assets; (d) continue the ownership of Company property and restrict the right of others to acquire interests in Company property; (e) provide protection to Company property from future claims against equity owners to the extent permitted by law; (f) prevent the transfer of an equity owner's interest in the Company as a result of a failed marriage; (g) provide flexibility in business planning not available through trusts, corporations, or other business entities; (h) facilitate the administration and reduce the cost associated with the disability or probate of the estate of equity owners; and (i) promote the equity owners' knowledge of and communication about Company property.

4. The location and mailing address of the initial registered office shall be 3920 Cannock Drive, Birmingham, Alabama 35242, and the name of the initial registered agent at said address shall be Anna Lisa Wortmann.

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

NAME

Joseph P. Wortmann

Anna Lisa Wortmann

MAILING ADDRESS

3920 Cannock Drive  
Birmingham, Alabama 35242

3920 Cannock Drive  
Birmingham, Alabama 35242




NAME

Sue Schroeder Sabens

MAILING ADDRESS

5209 Overland Trace  
Hoover, Alabama 35244

  
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6. The members of the Company shall have the right to admit additional members to the Company, as provided in the Operating Agreement.

7. The Company shall be managed by the following managers who shall serve as managers until their successors are elected and qualified. The names and mailing addresses of the initial managers are as follows:

NAME

Joseph P. Wortmann

MAILING ADDRESS

3920 Cannock Drive  
Birmingham, Alabama 35242

Anna Lisa Wortmann

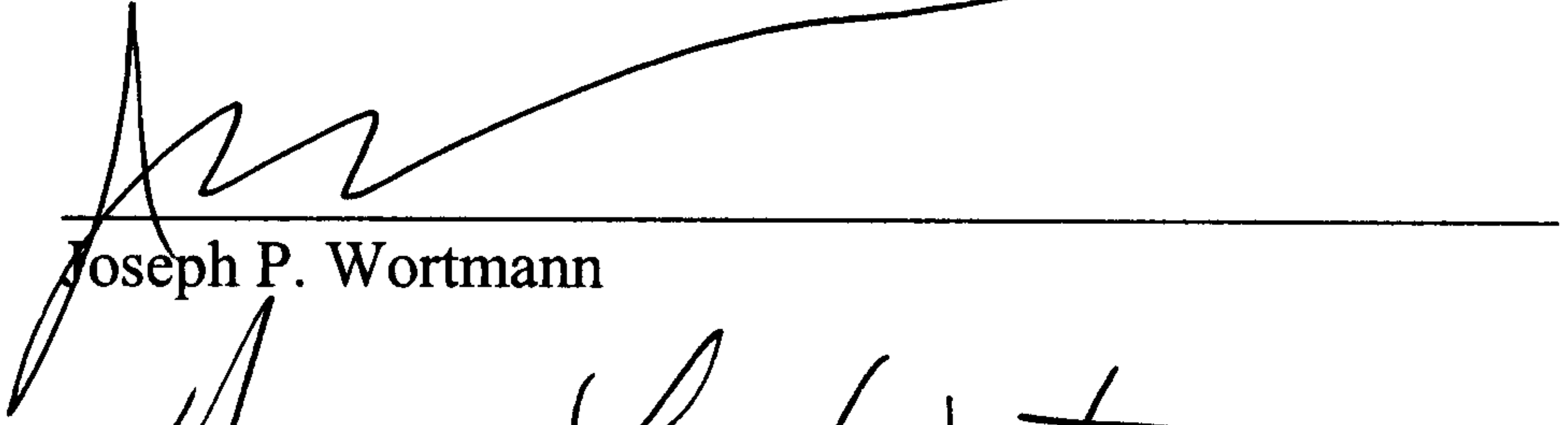
3920 Cannock Drive  
Birmingham, Alabama 35242

Sue Schroeder Sabens

5209 Overland Trace  
Hoover, Alabama 35244

8. The Company's units of ownership shall be divided into Class A Units and Class B Units. Except as expressly may be provided in the Operating Agreement of the Company, Class A Units and Class B Units shall be equal in all respects. Class A Units may only be owned by managers. A manager may own both Class A Units and Class B Units. In the event any person who owns a Class A Unit ceases to be a manager and remains a member, thereupon such person's Class A Units shall be converted automatically into an equal number of Class B Units. In the event any person who owns a Class A Unit transfers a Class A Unit, thereupon such transferred Class A Unit shall be converted automatically into a transferred Class B Unit. In the event a member who owns no Class A Units becomes a manager in the manner provided in the Operating Agreement, then the lesser of all Class B Units and one Class B Unit of such member shall be converted automatically into Class A Units upon such member becoming a manager.

10<sup>th</sup> day of August, 2005. IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this

  
Joseph P. Wortmann

  
Anna Lisa Wortmann

  
Sue Schroeder Sabens

(MEMBERS)