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Shelby Cnty Judge of Probate, AL
09/20/2005 03:25:48PM FILED/CERT

ARTICLES OF ORGANIZATION
OF
ENCLAVE, LLC
AN ALABAMA LIMITED LIABILITY COMPANY

Dated: September 14, 2005

ARTICLES OF ORGANIZATION
OF
ENCLAVE, LLC,
AN ALABAMA LIMITED LIABILITY COMPANY

Pursuant to the Alabama Limited Liability Company Act (The "Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company (the "Company") is:

"ENCLAVE, LLC"

ARTICLE II
DURATION

The existence of the Company shall be perpetual, or until terminated by agreement of the member or members or by operation of law.

ARTICLE III
PURPOSES

The Company's purposes are to engage in the purchase, leasing, owning, subdividing, managing, developing, construction of improvements, selling and otherwise dealing with certain real estate located in the State of Alabama. The Company is

empowered and authorized to do everything necessary, proper, advisable or convenient in connection with same, and to do all other things incidental to such purposes or in connection with such purposes that are not prohibited by law. In extension and not in limitation of the purposes specifically enumerated, the Company is authorized and empowered to engage in any lawful business in which limited liability companies may engage under the Act.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The location and mailing address of the initial registered office of the Company is 1305 10th Avenue, Suite F, Calera, Alabama 35040. The name of the initial registered agent for the Company is Scott Johnson.

ARTICLE V INITIAL MEMBERS

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

Scott Johnson
350 James Powers Road
Monroe, GA 30656

REI Properties, Inc.
350 James Powers Road
Monroe, GA 30656

Boston Management Group, Inc.
3457 Sagewood Trail
Vestavia Hills, AL 35243

O. David Taunton, Sr., M.D.
4233 Sharpsburg Drive
Birmingham, AL 35213

O. David Taunton, Jr., M.D.
453 Marshall Road
Southlake, Texas 76092

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the consent of all the members.

ARTICLE VII MANAGEMENT

The Company shall be managed by a manager or managers. The initial manager who is to serve until a successor manager is elected pursuant to the Operating Agreement of the Company is Scott Johnson, whose address is 350 James Powers Road, Monroe, GA 30656.

ARTICLE VIII AMENDMENTS

Any amendment to these Articles of Organization shall require approval of all of the members.



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ARTICLE IX EXECUTION AND DATE

These Articles of Organization are executed by the organizing member as of
September 14, 2005.



Scott Johnson
Managing Member/Organizer