

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
BAG, LLC**

The name of the limited liability company filing these Amended and Restated Articles of Organization in accordance with Section 10-12-11 of the Alabama Limited Liability Company Act is BAG, LLC (the "Company"). The original Articles of Organization of the Company were filed on August 26, 2005 with the Judge of Probate of Shelby County. The articles of organization of the Company are hereby amended and restated in their entirety to read as follows:

1. The name of the limited liability company is BAG, LLC, hereinafter referred to in these Articles of Organization as the "Company."

2. The period of its duration is perpetual.

3. The purpose for which the Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Act, including, without limitation, to develop real estate.

4. The location and mailing address of the initial registered office of the Company is 4211 Mountain Top Road, Birmingham, Alabama 35242. The name of its initial registered agent at that address is Bobby J. Durham.

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

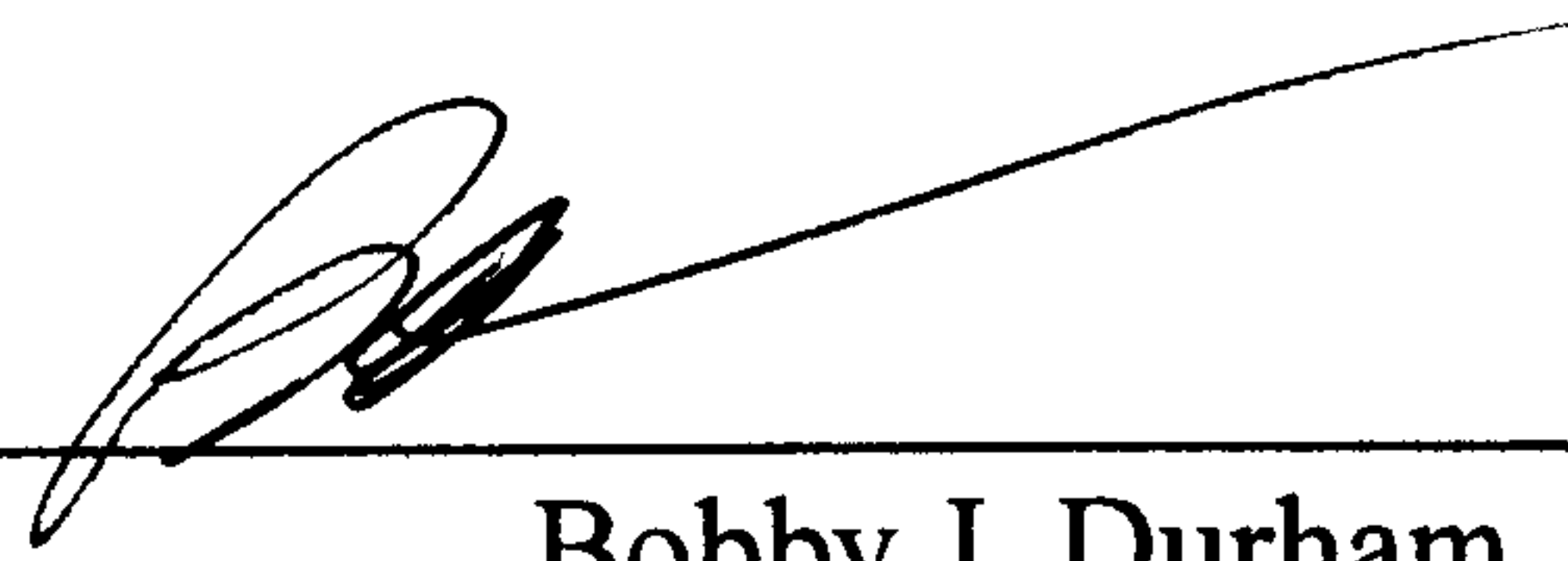
<u>Name</u>	<u>Address</u>
Bobby J. Durham	1068 Royal Mile Birmingham, AL 35242
C. Austin Johnson	6020 Brookhill Circle Birmingham, AL 35242
Glenn Richard Bomar	325 Windchase Trace Birmingham, AL 35242


6. The members shall have the right to admit additional members to the Company in accordance with the terms and conditions of the applicable provisions of the Operating Agreement of the Company.

7. Except as specifically required by any non-waivable provisions of the Alabama Limited Liability Company Act or any provisions of the Operating Agreement of the Company, the cessation of membership in the limited liability company by any member shall not result in the dissolution of the limited liability company.

8. Management of the Company shall be vested in its members.
9. The regulation of the internal affairs of the Company, if not set forth herein, shall be governed by the Operating Agreement of the Company which may be in effect from time to time.

The undersigned, acting as the sole members of the limited liability company named herein, execute these Amended and Restated Articles of Organization as of the 5th day of Oct., 2005.

  
Bobby J. Durham

  
C. Austin Johnson

  
Glenn Richard Bomar