

To the Office of the Secretary of State
Corporate Section
P.O. Box 5616
Montgomery, Alabama 36103-5616
(205) 242-5324

ARTICLES OF ORGANIZATION
of
CPG PROPERTIES, L.L.C.
A Alabama Domestic Limited Liability Company

BE IT KNOWN that **CPG PROPERTIES, L.L.C.**, a limited liability company organized pursuant to the provisions of the Alabama Limited Liability Company Act, *Code of Alabama, as amended*. (1975) ("Act"), and the undersigned hereby adopt the following Limited Liability Company Articles of Organization and give notice to the Secretary of State of the State of Alabama, as follows:

ARTICLE I
NAME

The name of the limited liability company is: **CPG PROPERTIES, L.L.C.**

ARTICLE II
DURATION

The period of duration is as of the filing of the Articles of Organization and shall continue until the earlier of:

- (1) December 31, 2049;
- (2) The written consent of the members and/or the managers to dissolve the Company pursuant to the Provisions of the Operating Agreement referred to below ("Operating Agreement");
- (3) The occurrence of an event of disassociation of a member specified under the Act, unless the legal existence and business of the company is continued pursuant to the Act or the Operating Agreement;
- (4) The entry of a decree of Judicial Dissolution under the act.

ARTICLE III
PURPOSES

The Limited Liability Company has been organized for the following purposes:

To engage in the transaction of any or all lawful business for which Limited Liability Companies may be organized under the laws of the State of Alabama.

**ARTICLE IV
REGISTERED AGENT/OFFICE**

Registered Office and Principal Place of Business. The street address of the office in Alabama required to be maintained under *the Act* and the principal place of business is **210 Bearden Road, Pelham, AL 35124.**

Registered Agent. The name and street address of the agent for service of process required to be maintained under *Code of Alabama* is to the following Attorney:

Gerald A. Templeton, Esq.
The Templeton Group, P.C.
5184 Caldwell Mill Road
Suite 204-309
Birmingham, AL 35244

**ARTICLE V
INITIAL MEMBERS**

Names and Addresses of the initial Members are:

1. **Susan Kelley Johnsey**
210 Bearden Road
Pelham, AL 35124

2. **Rebecca Harris Graves**
210 Bearden Road
Pelham, AL 35124

**ARTICLE VI
MANAGERS**

The company is to be managed by one or more managers called a "Managing Member." The company shall have one initial manager. The name and the address of the initial manager and Managing Member is:

Rebecca Harris Graves

The above-mentioned manager shall serve as such until her successor is elected and qualified pursuant to the operating agreement. The powers and authority of the manager are as described in the operating agreement and the act.

**ARTICLE VII
RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved and shall commence winding up its affairs upon the first to occur of the expiration of the term of the company or in accordance with the act.

After an event of dissociation of a member, the legal existence and business of the company may be continued if: (i) there are at least two (2) remaining members or at least one (1) remaining member and a new member is admitted; and (ii) within ninety (90) days after the event of dissociation, the holders of a majority of the company's remaining members agree in writing to continue the business and legal existence of the company.

A dissociated member is not entitled to be paid a buy-out price for her interest and shall have only the rights set forth in the company's operating agreement.

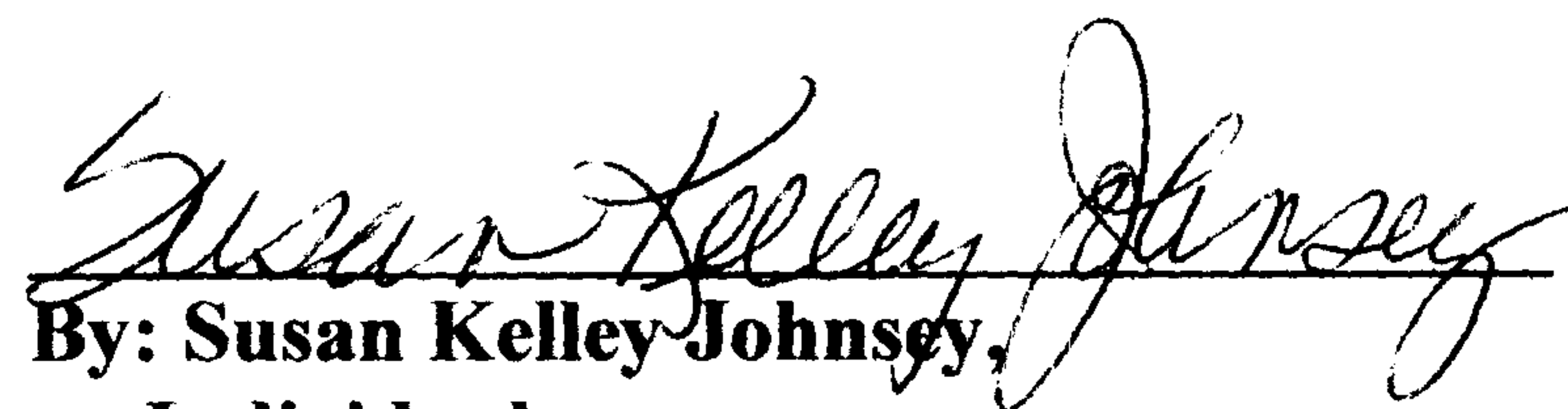
**ARTICLE VIII
REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS**

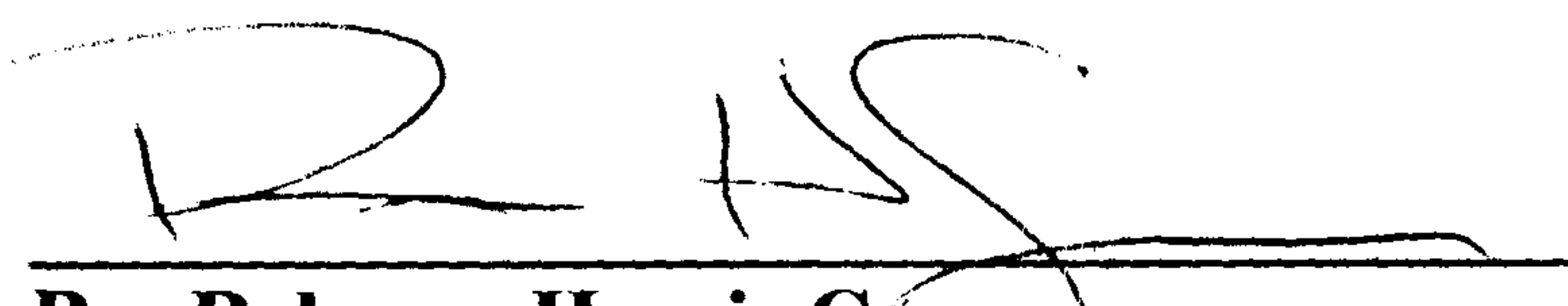
Additional persons may be admitted to the company as members and membership interests may be created and issued to those persons and to existing members on such terms and conditions as are set forth in the operating agreement.

**ARTICLE IV
OPERATING AGREEMENT**

The business of the company and the relationship of the members are subject to the terms and conditions of that certain operating agreement by and among the initial members. A copy of the operating agreement is maintained at the company's principal office.

IN WITNESS THEREOF, the undersigned members have executed these articles of organization effective as of the 1st day of November 2005 as their own voluntary act.


By: Susan Kelley Johnsey,
an Individual


By: Rebecca Harris Graves,
an Individual