

**ARTICLES OF ORGANIZATION
OF
PRIDE FALLS, LLC**

1. The name of the limited liability company is Pride Falls, 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 (the "Act"), including, without limitation, the following:

a. To invest in real estate development ventures and other related businesses;

b. To engage in any lawful business whatsoever or which shall at any time appear conducive to or expedient for the protection or benefit of the Company and its property;

c. To exercise all other powers necessary to or reasonably connected with the Company's business which may be legally exercised by limited liability companies under the Act or under the laws of any jurisdiction in which the company may conduct its business; and

d. To engage in all activities necessary, customary, convenient, or incident to any of the foregoing.

4. The location and mailing address of the initial registered office of the Company is 767 Shelby County Road 416, Wilsonville, Alabama 35186. The name of its initial registered agent at that address is J. Paul Compton, Jr.

5. The name and mailing address of the initial members of the Company (the "Members") are as follows:

<u>Name</u>	<u>Address</u>
J. Paul Compton, Jr.	767 Shelby County Road 416 Wilsonville, Alabama 35186
J.A. Felton	5712 Woodhaven Lane Parkville, Missouri 64152

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 managers. There shall be one (1) initial manager of the Company, and the names and addresses of the entities who are to serve as such initial manager until their successor or successors are elected and qualify are as follows:


Name of Manager

Address

J.A. Felton

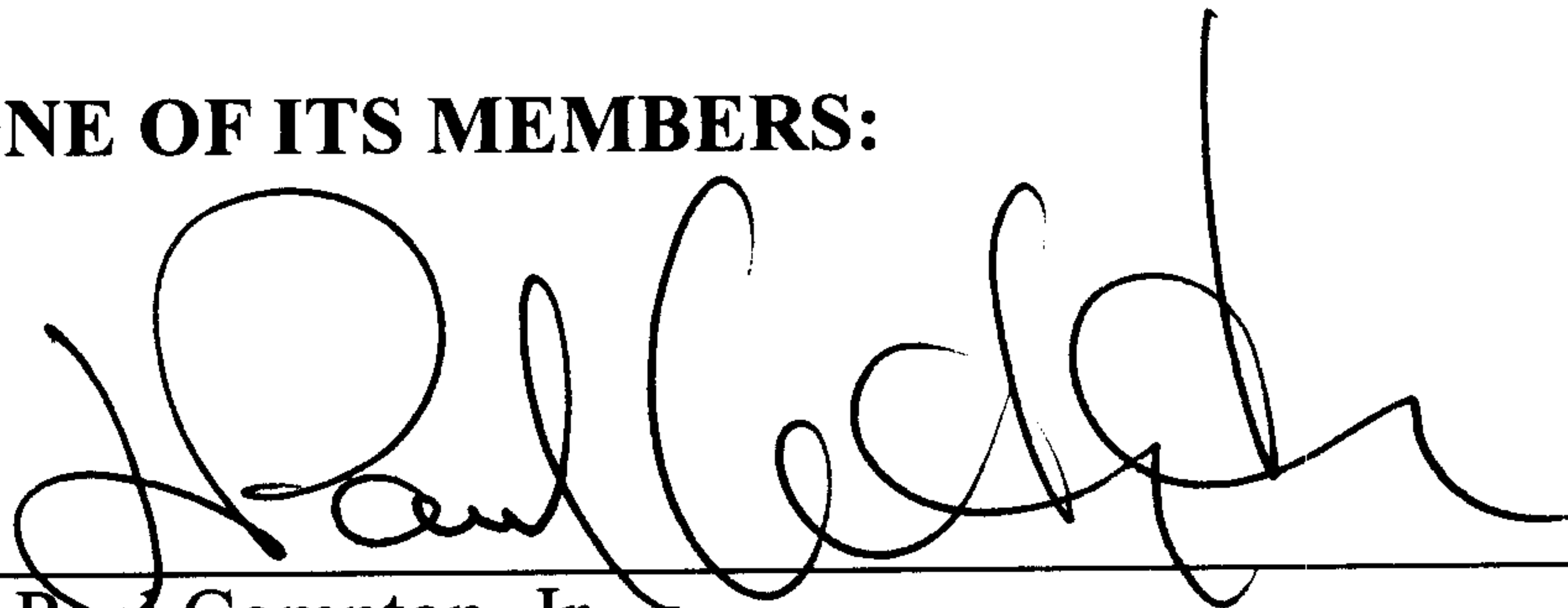
5712 Woodhaven Lane
Parkville, Missouri 64152

[SIGNATURE PAGE FOLLOWS]



20060303000101140 2/3 \$80.00
Shelby Cnty Judge of Probate, AL
03/03/2006 12:19:35PM FILED/CERT

The undersigned, acting as the initial members of the limited liability company named herein, executes these Articles of Organization as of the 2nd day of March, 2006.

ONE OF ITS MEMBERS:



J. Paul Compton, Jr.


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Shelby Cnty Judge of Probate, AL
03/03/2006 12:19:35PM FILED/CERT

This instrument prepared by:
J. Paul Compton, Jr.
Bradley Arant Rose & White LLP
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Birmingham, Alabama 35203-2104