


This instrument was prepared by:  
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2125 Morris Avenue  
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Shelby Cnty Judge of Probate, AL  
06/28/2006 08:58:39AM FILED/CERT

## **ARTICLES OF ORGANIZATION**

**OF**

### **GEB PROPERTIES, LLC**

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act (hereinafter referred to as "the Act"); the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

#### **ARTICLE I** **NAME**

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

GEB PROPERTIES, LLC

#### **ARTICLE II** **DURATION**

Unless it is dissolved and its affairs wound up as provided in the Operating Agreement or as may be required by the Act, the Company shall have perpetual duration and succession in its name beginning on the date these Articles are filed with the Judge of Probate.

#### **ARTICLE III** **PURPOSES**

The Company has been organized for the following purposes:

- (1) Real estate investment.
- (2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

#### **ARTICLE IV** **INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The location and mailing address of the initial registered office is 231 Ammersee Lakes Drive, Montevallo, Alabama 35115, and the name of the initial registered agent of the Company is Giuseppe Bertolone.

**ARTICLE V**  
**INITIAL MEMBERS**

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

<u>Name</u>	<u>Mailing Address</u>
Giuseppe Bertolone	231 Ammersee Lakes Drive Montevallo, Alabama 35115
Elvira Bertolone	231 Ammersee Lakes Drive Montevallo, Alabama 35115

**ARTICLE VI**  
**ORGANIZER**

The names and mailing addresses of the organizers of the Company:

<u>Name</u>	<u>Mailing Address</u>
Giuseppe Bertolone	231 Ammersee Lakes Drive Montevallo, Alabama 35115
Elvira Bertolone	231 Ammersee Lakes Drive Montevallo, Alabama 35115

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**


Members of the Company shall have the right to admit new members from time to time. Additional members may be admitted only upon written consent of the existing members or by a majority vote of the existing members and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

**ARTICLE VIII**  
**CONTINUATION OF BUSINESS**

The cessation of membership of one or more members will not result in the dissolution of the Company.

**ARTICLE IX**  
**MANAGEMENT**

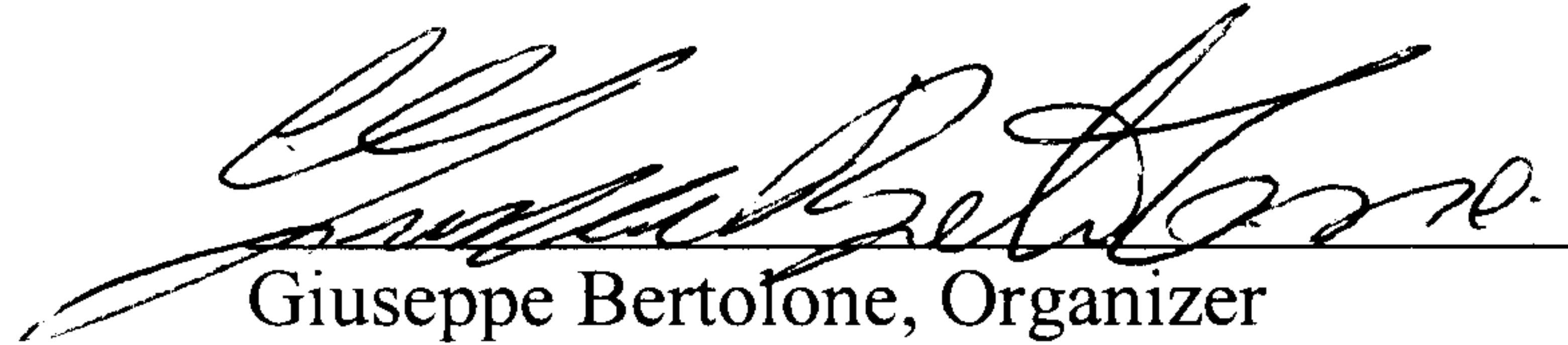
The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.

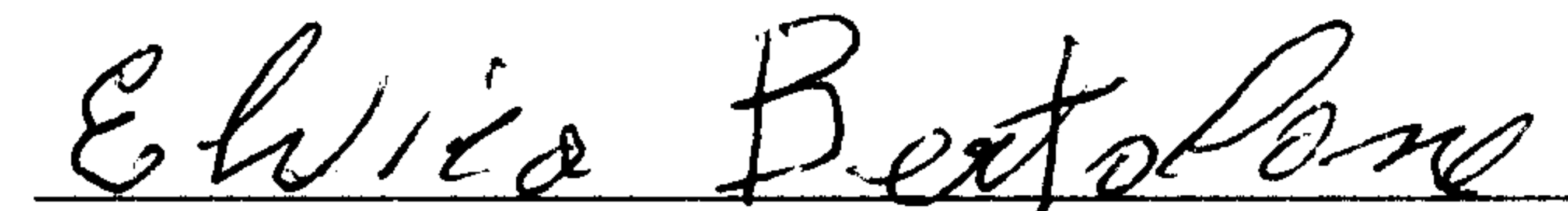
  
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**ARTICLE X**  
**POWERS**

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this the 23 day of 2006 June, 2006.

  
Giuseppe Bertolone, Organizer

  
Elvira Bertolone, Organizer

  
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