


This Instrument was Prepared by
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ARTICLES OF ORGANIZATION
OF
PARTNER PROPERTIES, LLC
AN ALABAMA LIMITED LIABILITY COMPANY

Pursuant to the provisions of the Alabama Limited Liability Company Act, as set forth in Sections 10-12-1, *et seq.* of the *Code of Alabama* (1975), as amended from time to time (the "Act"), the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I

Name

The name of the limited liability company is **PARTNER PROPERTIES, LLC** (the "Company").

ARTICLE II

Duration

The Company shall have a duration from the date of organization until it is dissolved and its affairs are wound up in accordance with the Act or the Company's Operating Agreement.

ARTICLE III

Purposes

The objects and purposes for which the Company is formed are:

- (a) To acquire, own, purchase, develop, invest in, deal in and with, hold, subdivide, manage, sell, operate, convey, lease, and sublease real and personal property of any kind or nature whatsoever, including interests in corporations, partnerships, and other limited liability companies;
- (b) To borrow money and issue notes and other evidences of indebtedness with respect to the foregoing property, and to secure the payment and performance of its obligations thereunder by mortgage, deeds of trust, pledge, or otherwise with respect to said property;
- (c) To engage in any and all transactions and activities necessary, appropriate, customary, convenient or incidental to any of the foregoing purposes, and to exercise all powers necessary to, or reasonably connected with the Company's business described above, which may be legally exercised by



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limited liability companies under the Act; and

- (d) To engage in any other lawful act or activity which all of the members consent to in writing.

ARTICLE IV

Registered Office; Registered Agent

The location and mailing address of the initial registered office of the Company shall be 290 Signal Cove, Chelsea, AL 35242, and its registered agent at such address shall be Mark Byers.

ARTICLE V

Initial Members

The name and mailing address of the initial members of the Company are as follows:

NAME: _____
Kelly Byers

ADDRESS: _____
400 Castlebridge Circle MB
Birmingham, AL 35205 35242

Mark Byers

290 Signal Cove MB
Chelsea, AL 35242 35043

ARTICLE VI

Organizer

The name and mailing address of the organizer of the Company is as follows:

NAME: _____
Mark Byers

ADDRESS: _____
290 Signal Cove
Chelsea, AL 35242

ARTICLE VII

Right of the Members to Admit Additional Members

The members shall have the right to admit additional members into the Company only upon obtaining the unanimous written consent of the members thereto, and upon such other terms and conditions as may be set forth in the Company's Operating Agreement.

ARTICLE VIII

Effect of Cessation of Membership

The only circumstances under which the cessation of membership of one or more members will result in the dissolution of the Company is when such cessation leaves no remaining member and there are no members going forward, unless either of the following applies:

- (i) the holders of all of the financial rights in the Company agree in writing, within ninety (90) days after the cessation of membership of the last member, to continue

the legal existence and business of the Company and to appoint one or more new members;
or

(ii) the legal existence and business of the Company is continued and one or more new members are appointed as members in the manner, if any, as may be stated in the Company's Operating Agreement.


ARTICLE IX

Manager

The manager of the company shall have the power to manage the business and affairs of the company as provided in the Operating Agreement. The name and address of the manager of the Company, and who shall serve until its successor is elected and begin serving is:

Mark Byers
290 Signal Cove
Chelsea, AL 35043

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this, the 26th day of January, 2007.


Mark Byers, Its Organizer

[SEAL]