


This Instrument Prepared By:

Irene Graves, Attorney at Law
Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203

ARTICLES OF ORGANIZATION
OF
QUERCUS ALBA I, LLC


20070510000220240 1/2 \$80.00
Shelby Cnty Judge of Probate, AL
05/10/2007 02:24:09PM FILED/CERT

TO THE HONORABLE JUDGE OF PROBATE
SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Act (the "Act"), Sections 10-12-1, et seq., CODE OF ALABAMA, hereby files the following Articles of Organization:

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

Quercus Alba I, LLC

2. DURATION. The period of the Company's duration shall be perpetual, provided that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in the Act.

3. PURPOSE. The Company has been organized for the single purpose of acting as the manager of Carson Crest, LLC, an Alabama limited liability company.

4. INITIAL REGISTERED OFFICE AND AGENT. The location and mailing address of the initial registered office of the Company, and the name of its initial registered agent at such address are:

Patrick Harwell
457 Weatherly Club Drive
Pelham, Alabama 35124

5. INITIAL MEMBER. The name and mailing address of the initial member of the Company are:

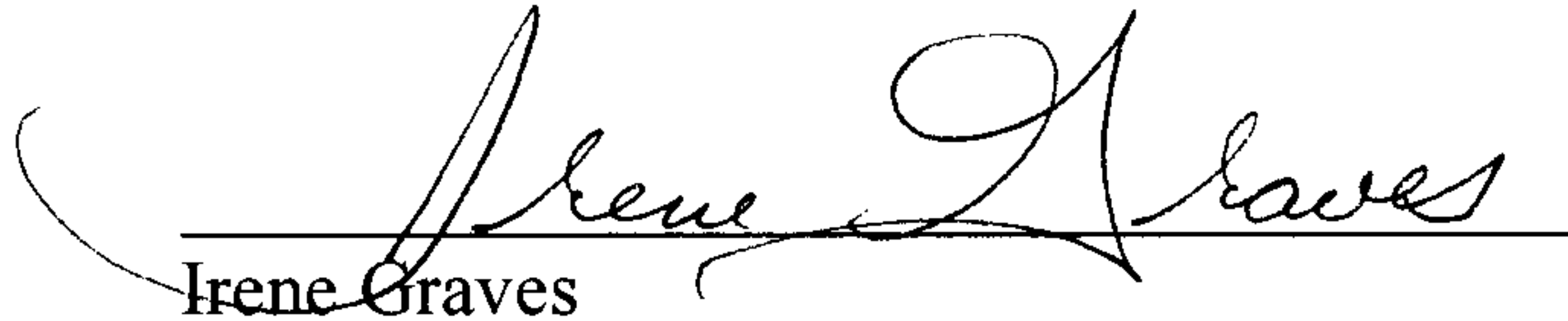
Quercus Real Estate, I.L.C.
P. O. Box 59002
Birmingham, Alabama 35259-9002

6. ORGANIZER. The name and mailing address of the person authorized to act as Organizer of the Company are:

Irene Graves
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203

7. ADDITIONAL AND SUBSTITUTE MEMBERS. Any new or substitute members shall be admitted to the Company only in accordance with the terms set forth in the Act.
8. CESSATION OF MEMBERSHIP. The cessation of membership of all members will result in the dissolution of the Company unless the holders of all 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.
9. MANAGEMENT OF THE COMPANY. The Company shall be managed by its member.
10. INDEMNIFICATION. The Company may indemnify its members, managers, officers, agents and employees to the maximum extent permitted by law.
11. AMENDMENT. The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred herein upon holders of membership interests are granted subject to this reservation; provided, however, that no such amendment, alteration, change or repeal shall be effective without approval of the members pursuant to the provisions of the Act in effect on the date of any such amendment.

IN WITNESS WHEREOF, the undersigned, acting as the Organizer of the Company, has executed these Articles of Organization on this the 10th day of May, 2007.


Irene Graves