


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

  
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Shelby Cnty Judge of Probate, AL  
06/20/2007 10:10:39AM FILED/CERT

**ARTICLES OF ORGANIZATION**  
Of  
**SET TO SELL, L.L.C.**  
a Alabama Domestic Limited Liability Company

**BE IT KNOWN** that **SET TO SELL, 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 these Limited Liability Company Articles of Organization by notice to the Secretary of State of the State of Alabama, as follows:

**ARTICLE I**  
**NAME**

The name of the limited liability company is: **SET TO SELL, 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, 2057;
- (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 in Shelby County Alabama at **1000 Providence Park, Suite 200, Birmingham, AL 35242**

***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.  
1000 Providence Park, Ste 200  
Birmingham, Al 35242

**ARTICLE V  
INITIAL MEMBERS**

Names and Addresses of the original and initial Members are:

**Ysabelita (Bee) M. Little**  
867 Valley View Road  
Indian Springs, Al 35214-3661

**Phyllis C. Templeton**  
2537 Willow Brook Cir.  
Birmingham, AL 35242

**ARTICLE VI  
MANAGERS**

**SET TO SELL, LLC** is to be managed by one or more managers called a “Managing Member.” The company shall have dual managing members. The name and the address of the initial Managing Members are:

**Ysabelita (Bee) M. Little and Phyllis C. Templeton**

The above-mentioned managers shall serve as such until their successors are elected and qualified pursuant to the operating agreement. The powers and authority of a managing member 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 one (1) 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 its 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 own such terms and conditions as are set forth in the operating agreement.

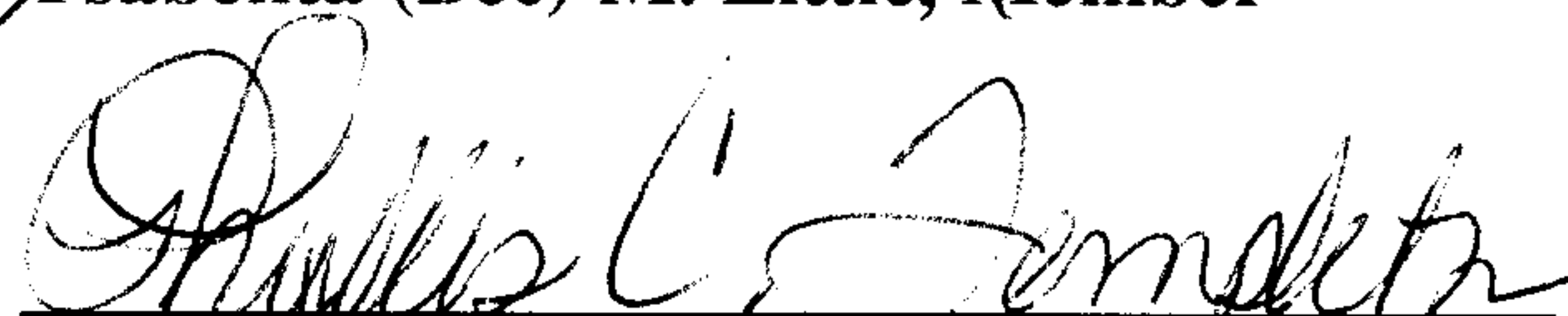
## **ARTICLE IV OPERATING AGREEMENT**

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**, each of the undersigned members have executed these articles of organization for **SET TO SELL, L.L.C.**, effective as of the **18<sup>th</sup>** day of **June 2007** as their own voluntary acts:

**Members:**

  
Ysabelita (Bee) M. Little, Member

  
Phyllis C. Templeton, Member