

**ARTICLES OF ORGANIZATION
OF
FISHERMAN'S COVE MARINA, LLC**

**TO THE HONORABLE JUDGE OF PROBATE
OF 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, Code of Alabama, Section 10-12-1 et seq. (the "Act"), hereby certifies as follows:

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

FISHERMAN'S COVE MARINA, LLC

2. **DURATION.** The period of duration of the Company shall be perpetual; provided, however, that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in Section 10-12-37 of the Act.

3. **PURPOSES.** The Company has been organized primarily for the purposes including but not limited to the provision of marina club membership services. The Company may also transact any other profitable and lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.

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 that address is:

MARY STEWART NELSON
153 CAHABA VALLEY PARKWAY
PELHAM, ALABAMA 35124

5. **INITIAL MEMBERS.** The name and mailing address of the initial member of the Company is: Asset Management Company, LLC, 153 Cahaba Valley Parkway, Pelham, Alabama 35124.

6. **ORGANIZER.** The name and mailing address of the organizer of the Company is:

JAMES A. MASSEY
153 CAHABA VALLEY PARKWAY
PELHAM, ALABAMA 35124

7. **ADDITIONAL MEMBERS.** Additional members may be admitted to the Company only in accordance with the provisions of Section 10-12-31 of the Act.

8. **CESSATION OF MEMBERSHIP OF ALL MEMBERS.** The cessation of membership of all of the members shall result in the dissolution of the Company unless, within ninety (90) days after the cessation of membership of the last member, the holders of all financial rights in the Company agree in writing to continue the legal existence and business of the Company and to appoint one or more new members.

9. **MANAGEMENT OF THE COMPANY.** All actions of the Company shall be conducted by the majority consent of its Members.

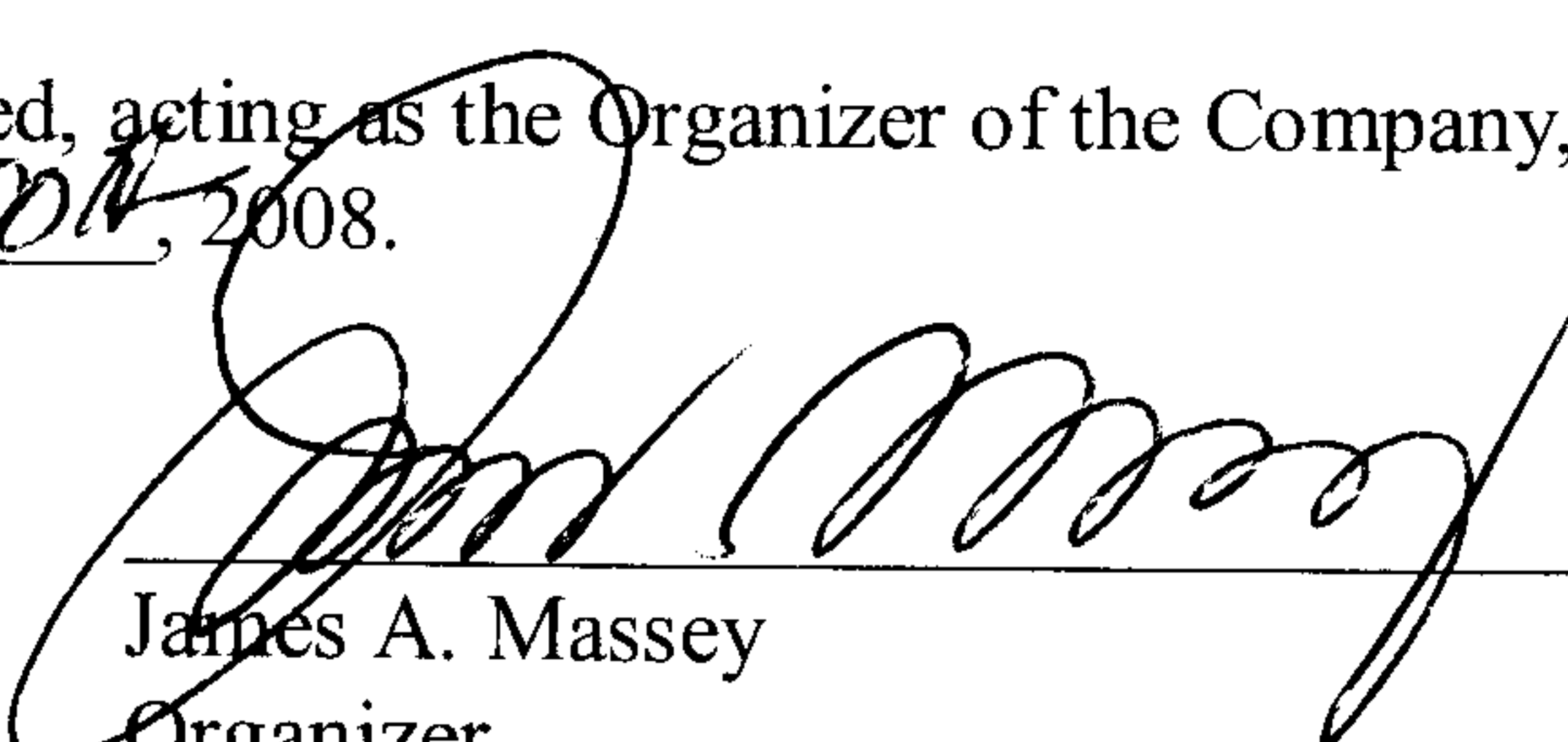
10. **MANAGING MEMBER.** Until such other member is elected and qualified, the name and mailing address of the member who will serve as the initial Managing Member of the Company is:

JAMES A. MASSEY
153 CAHABA VALLEY PARKWAY
PELHAM, ALABAMA 35124

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 and/or Operating Agreement solely by majority vote of the members.

IN WITNESS WHEREOF, the undersigned, acting as the Organizer of the Company, has executed these Articles of Organization on March 20, 2008.


James A. Massey
Organizer