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Shelby Cnty Judge of Probate, AL
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**ARTICLES OF ORGANIZATION
OF
CAPSTONE FINANCIAL GROUP, LLC
An Alabama Limited Liability Company**

Pursuant to the Provisions of Sections 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is CAPSTONE FINANCIAL GROUP, LLC, an Alabama Limited Liability Company (the "Company").

ARTICLE II

Duration

The Company shall have a duration from the date of filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue until it is dissolved in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

(a) To participate in the financial advisory business and to engage in any and all business activities related to or incidental thereto;

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(c) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof; and

(d) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(e) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 2200 Riverchase Center, Suite 608, Birmingham, Alabama 35244 and its registered agent at such address shall be Doug Ingram.

ARTICLE V

Initial Member

The name and address of the initial Member is Doug Ingram, 2200 Riverchase Center, Suite 608, Birmingham, Alabama 35244.

ARTICLE VI

Admission of Additional Members

Upon the unanimous written consent of the Members, the Company may permit the admission of additional Members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII

Cessation of Membership

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

ARTICLE VIII

Management

The Company shall be Member managed.



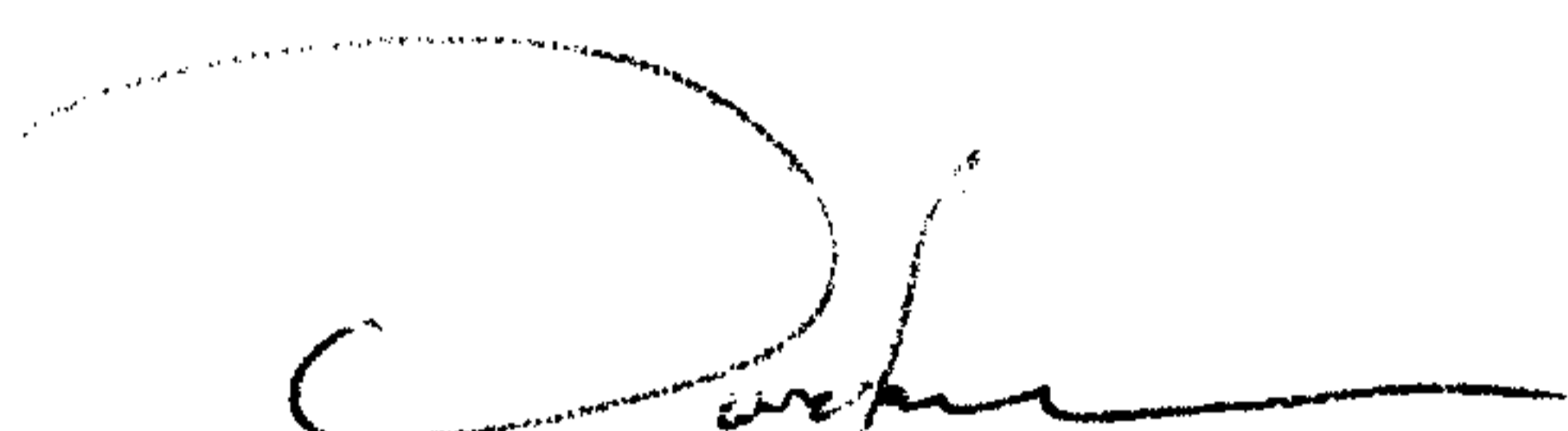
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ARTICLE IX

Company's Operating Agreement


All matters included in the Operating Agreement of the Company are hereby incorporated by reference as if set forth in full herein.

IN WITNESS WHEREOF, these Articles have been executed as of the 3rd day of June 2008 by the undersigned Member, who affirms that the statements made herein are true under the penalties of perjury.



Doug Ingram, Member

This Instrument Prepared By:
J. Thomas Martin
Attorney at Law
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Birmingham, Alabama 35236
205.733.1202


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