

ARTICLES OF ORGANIZATION

OF

SOUTHLAKE CAPITAL, LLC

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

ARTICLE I NAME

The name of the professional limited liability company is Southlake Capital, LLC (the "Company").

ARTICLE II DURATION

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act") or the Company Operating Agreement.

ARTICLE III PURPOSES

The purposes for which the Company is formed are:

- (a) To participate in the equipment leasing and financing industry;
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping, management and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (e) 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;



(f) 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, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(g) 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

(h) 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 1500 Southlake Park, Suite 250, Hoover, Alabama 35244, and its registered agent at such address shall be Mike F. Seals.

ARTICLE V
INITIAL MEMBER; ORGANIZER

The name and mailing address of the Initial Member is:

Mike F. Seals
1500 Southlake Park
Suite 250
Hoover, Alabama 35244

The name and mailing address of the Organizer is:

Kathryn Y. Bouchillon
Burr & Forman LLP
171 17th Street, NW, Suite 1100
Atlanta, Georgia 30363

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Any new Members shall be admitted to the Company only in accordance with the terms and conditions set forth in the Operating Agreement of the Company.



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ARTICLE VII
DISSOLUTION BY REASON OF CESSATION OF MEMBERSHIP

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

IN WITNESS WHEREOF, these Articles have been subscribed as of the 11th day of March, 2009, by the undersigned, as its Organizer, who affirms that the statements made herein are true under the penalties of perjury.

Kathryn Y. Bouchillon
Kathryn Y. Bouchillon, Organizer

This document prepared by:
Kathryn Y. Bouchillon
Burr & Forman LLP
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Atlanta, Georgia 30363



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