


**FIRST AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
STRADA PROFESSIONAL SERVICES, LLC**

**STATE OF ALABAMA                    )**  
**)**  
**COUNTY OF SHELBY                 )**

  
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Shelby Cnty Judge of Probate, AL  
03/26/2009 11:37:02AM FILED/CERT

**TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:**

Pursuant to the provisions of § 10-12-11 of the Alabama Limited Liability Company Act, the undersigned, as the sole member of Strada Professional Services, LLC, an Alabama limited liability company (the “Company”), approves and executes these First Amended and Restated Articles of Organization of the Company:

The original Articles of Organization of the Company were filed on October 8, 2003 with the Judge of Probate of Shelby County. On February 22, 2005, the Articles of Organization of the Company were amended to, among other things, change the name of the Company and reflect the addition of Jeffrey Pitts and Edmond Watters as members of the Company. On May 16, 2007, Edmond Watters became the sole member of the Company.

The Articles of Organization of the Company are hereby amended and restated in their entirety to read as follows:

1. The name of the limited liability company is Strada Professional Services, LLC, hereinafter referred to in these Articles of Organization as the “Company”.

2. The period of its duration is perpetual.

3. The purpose for which the Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Act, including, without limitation, providing engineering and construction services.

4. The location and mailing address of the registered office of the Company is 1500 1st Avenue North, D138, Birmingham, AL 35203-1869. The name of its initial registered agent at that address is Edmond Watters.

5. The name and mailing address of the sole member of the Company is as follows:

Name

Address

Edmond Watters

PO Box 55375  
Birmingham, Alabama 35255-5375

6. In addition to any applicable provisions of the Alabama Limited Liability Company Act then in effect, the sole member shall have the right to admit additional members to the Company in accordance with the terms and conditions of any applicable provisions of the Operating Agreement of the Company which may be in effect from time to time.

7. Except as specifically required by any non-waivable provisions of the Alabama Limited Liability Company Act or any provisions of the Operating Agreement of the Company which may be in effect from time to time, the cessation of membership in the Company by any member shall not result in the dissolution of the Company.

8. Management of the Company shall be vested in one or more managers appointed by the sole member, such number of managers to be determined from time to time by the sole member. The name and mailing address of the manager who is to serve until his successor is elected and begins serving is as follows:

<u>Name</u>	<u>Address</u>
Edmond Watters	PO Box 55375-5375 Birmingham, Alabama 35255

9. The regulation of the internal affairs of the Company, to the extent not set forth herein, shall be governed by the Operating Agreement of the Company which may be in effect from time to time.

[Signature page follows]

The undersigned, acting as the sole member of the limited liability company named herein, executes and delivers for recordation these First Amended and Restated Articles of Organization as of the 26 day of March, 2009.

Edmond Watters

Edmond Watters