

This instrument prepared by
and when recorded return to:
Claude McCain Moncus, Esq.
Corley Moncus, P.C.
728 Shades Creek Parkway, Suite 100
Birmingham, Alabama 35209


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Shelby Cnty Judge of Probate, AL
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ARTICLES OF ORGANIZATION
OF
FOULAD CONSTRUCTION, LLC
AN ALABAMA LIMITED LIABILITY COMPANY

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

ARTICLE I

Name

The name of the limited liability company is **FOULAD CONSTRUCTION, LLC** (the "Company").

ARTICLE II

Duration

The Company shall have a duration from the date of organization until it is dissolved and its affairs are wound up in accordance with the Act or the Company's Operating Agreement.

ARTICLE III

Purposes

The objects and purposes for which the Company is formed are:

- (a) To engage in construction services, to act as a contractor, and to employ sub contractors, and to engage in any lawful act or activity for which limited liabilities companies may be organized pursuant to the Act;

- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping 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, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof; and
- (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.

ARTICLE IV

Registered Office; Registered Agent

The location and mailing address of the initial registered office of the Company shall be 2200 Valleydale Road, Suite 200, Birmingham, AL 35244 and its registered agent at such address shall be Moiz Fouladbakhsh.

ARTICLE V

Initial Member

The name and mailing address of the initial member of the Company is as follows:

NAME:

Moiz Fouladbakhsh

ADDRESS:

2200 Valleydale Road, Suite 200
Birmingham, AL 35244

ARTICLE VI

Organizer

The name and mailing address of the organizer of the Company is as follows:

NAME:

ADDRESS:

Moiz Fouladbakhsh

2200 Valleydale Road, Suite 200
Birmingham, AL 35244

ARTICLE VII

Right of the Members to Admit Additional Members

The members shall have the right to admit additional members into the Company only upon obtaining the unanimous written consent of the members thereto, and upon such other terms and conditions as may be set forth in the Company's Operating Agreement.

ARTICLE VIII

Effect of Cessation of Membership

The only circumstances under which the cessation of membership of one or more members will result in the dissolution of the Company is when such cessation leaves no remaining member and there are no members going forward, unless either of the following applies:

(i) the holders of all of the financial rights in the Company agree in writing, within ninety (90) days after the cessation of membership of the last member, to continue the legal existence and business of the Company and to appoint one or more new members; or

(ii) the legal existence and business of the Company is continued and one or more new members are appointed as members in the manner, if any, as may be stated in the Company's Operating Agreement.

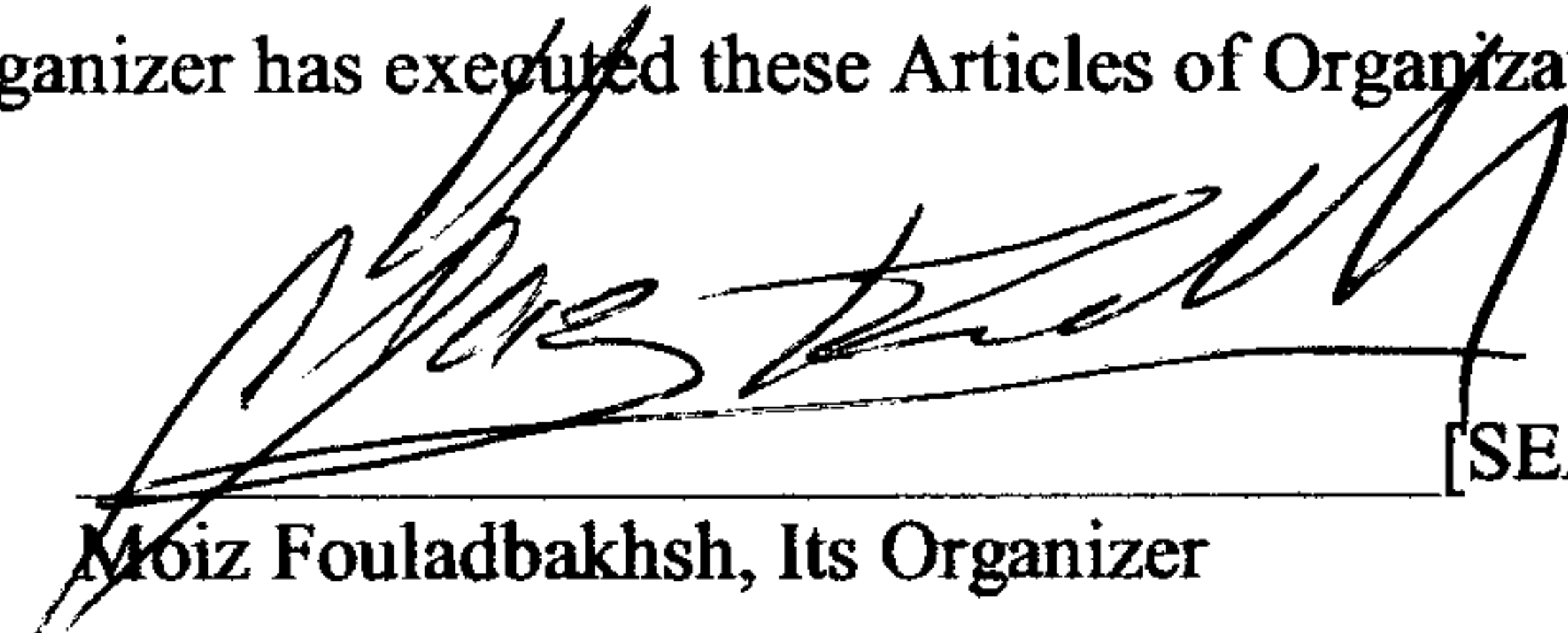
ARTICLE IX

Manager

The Company shall be managed by a Manager. The Manager of the company shall have the power to manage the business and affairs of the company as provided in the Operating Agreement. The name and address of the manager of the Company, and who shall serve until his successor is elected and begin serving is:

Moiz Fouladbakhsh
2200 Valleydale Road, Suite 200
Birmingham, AL 35244

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this, the 21st day of September, 2009.


Moiz Fouladbakhsh, Its Organizer

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