

**ARTICLES OF ORGANIZATION  
OF  
BEAR CREEK PROPERTIES, LLC**

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Shelby Cnty Judge of Probate, AL  
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TO THE HONORABLE JUDGE OF PROBATE  
OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company (the "Company") pursuant to the provisions of the Alabama Limited Liability Company Act as codified in Alabama Code § 10-12-1, et seq. (the "Act") hereby certifies as follows:

1. NAME OF COMPANY. The name of the Limited Liability Company is:

"BEAR CREEK PROPERTIES, LLC"

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

3. COMPANY PURPOSES. The Company has been organized for the purpose of managing capital for the Members and specifically for the purposes set out in the Operating Agreement. The Company may also transact any other 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 INITIAL REGISTERED AGENT. The mailing address of the initial registered office of the Company is:

2042 Eagle Park Lane  
Birmingham, Alabama 35242

The name of the Company's initial registered agent at such address is Kevin G. Walker.

5. INITIAL MEMBERS. The names and mailing addresses of the initial Members of the Company are:

NAME ADDRESS

KEVIN GLENN WALKER, 2042 Eagle Park Lane, Birmingham, AL 35242  
WINSTON KEITH WALKER, 311 Brier Creek Circle, Auburn AL 36830

6. ADDITIONAL MEMBERS. Any new members shall be admitted to the Company only upon the written consent of all of the Class A Members of the Company.

7. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP. The cessation of membership of one or more members will not result in dissolution of the *Company* unless there are no remaining members of the Company.

8. MANAGEMENT OF THE COMPANY. The Company is to be manager managed. The name and mailing address of the manager are:


KEVIN GLENN WALKER, 2042 Eagle Park Lane, Birmingham, AL 35242

9. COMPANY OPERATING AGREEMENT. The affairs and business of the Company and the relations of its members are regulated and established under and subject to the terms and conditions of the Operating Agreement of the Company (the "Operating Agreement") executed by and among all of the initial members, as the same may be amended from time to time in accordance with its terms.

10. CLASSES OF MEMBERS. The Company shall have Class A Members and Class B Members. The Class A Members shall be entitled to elect, remove and replace the Manager. The Class A Members shall also determine who, if anyone, is admitted as an additional or substitute member of the Company.

11. NAME AND ADDRESS OF ORGANIZER. The name and address of the organizer of the Company is Kevin G. Walker, 2042 Eagle Park Lane, Birmingham, AL 35242.

IN WITNESS WHEREOF, The undersigned acting as organizer of the Company, has executed these articles of Organization as of this 1 day of October, 2009.

  
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Kevin G. Walker