

This instrument was prepared by:
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ARTICLES OF ORGANIZATION
OF
MORGAN VALLEY, LLC

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act (hereinafter referred to as "the Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company ("Company") is:

MORGAN VALLEY, LLC

ARTICLE II

DURATION

The period of duration for the Company shall be from the date of filing these Articles of Organization with the Office of the Judge of Probate of Shelby County, Alabama (the "Filing Date"), until the earliest to occur of the following:

- (1) The fiftieth (50th) anniversary of the Filing Date;
- (2) Dissolution of the Company by the unanimous written agreement of the Members; or
- (3) The occurrence of an event which under the Act constitutes an event of dissociation or otherwise works a termination of the Company under the Act, unless the legal existence and business of the Company are continued pursuant to Article VII below.

ARTICLE III

PURPOSES

The Company has been organized for the following purposes:

- (1) acquire, manage, hold, lease and market real property;
- (2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

ARTICLE IV

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The location and mailing address of the initial registered office of the Company is 420 Walker Way, Pelham, Alabama 35124 and the name of the initial registered agent of the Company at such address is Benjamin Donald Morgan.

ARTICLE V

INITIAL MEMBERS

The names and mailing addresses of the initial members of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
Benjamin Donald Morgan	420 Walker Way Pelham, Alabama 35124
Timothy Campbell Morgan	403 Walker Way Pelham, Alabama 35124

ARTICLE VI

ORGANIZERS

The names and mailing addresses of the organizers of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
Benjamin Donald Morgan	420 Walker Way Pelham, Alabama 35124

Timothy Campbell Morgan

403 Walker Way
Pelham, Alabama 35124

ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional members may be admitted in accordance with the terms of the limited liability company's operating agreement, if any. If the limited liability company does not have an operating agreement that provides for the admission of additional members, additional members may be admitted with the written consent of all members at such times and upon such terms and conditions as may be mutually agreed upon by the members and the person desiring to become a member.

ARTICLE VIII

CONTINUATION OF BUSINESS

In the event there are no remaining members, and except as otherwise provided in the limited liability company operating agreement, if any, the limited liability company shall be dissolved and its affairs shall be wound up unless:

(a) the holders of a majority in interest of the financial rights in the limited liability 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 limited liability company and to appoint one or more new members; or

(b) The legal existence and business of the limited liability company is continued and one or more new members are appointed in the manner stated in an operating agreement of the limited liability company.

For the purpose of this Article, a majority in interest of the financial rights owners means interests of one or more remaining financial rights owners which, when taken together, exceed fifty percent (50%) of the capital interests and fifty percent (50%) of the profits interests of the remaining financial rights owners.

ARTICLE IX

MANAGEMENT

The Company shall be managed by one or more managers who shall have the power to manage the business or affairs of the Company as provided in the Operating Agreement of the members. The name and mailing address of the person who shall serve as the initial manager of the

Company until the first annual meeting of the members or until his or her successor is elected and shall qualify is as follows:

<u>Name</u>	<u>Mailing Address</u>
Benjamin Donald Morgan	420 Walker Way Pelham, Alabama 35124
Timothy Campbell Morgan	403 Walker Way Pelham, Alabama 35124

ARTICLE X

POWERS

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization on this the 11th day of January, 2010.

Benjamin Donald Morgan
Benjamin Donald Morgan
Member

Timothy Campbell Morgan
Timothy Campbell Morgan
Member