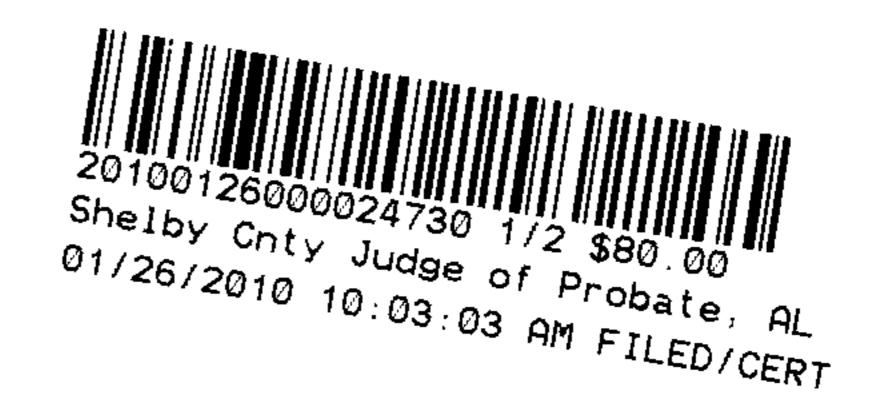
STATE OF ALABAMA)
SHELBY COUNTY)



ARTICLES OF ORGANIZATION OF HIGHLAND MORTGAGE, LLC

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

- 1. The name of the Limited Liability Company is HIGHLAND MORTGAGE, LLC.
- 2. The term of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue indefinitely, provided, however, that the Limited Liability Company shall terminate and dissolve upon the first of the following events: (a) when there is no remaining Member, unless the holders of all the financial rights in the Limited Liability Company agree in writing, within 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) on the written consent by all of the Members in their sole discretion.
 - 3. The purpose for which this Limited Liability Company is organized is:

To manage and real and personal property and to transact any or all other lawful business for which Limited Liability Companies may be organized under the Alabama Limited Liability Company Act.

- 4. The location and mailing address of the initial registered office shall be 33 Inverness Parkway, Suite 140, Birmingham, AL 35242, and the name of the initial registered agent at that address shall be Janks O. Moore, Jr.
- 5. The name and mailing address of the initial member in the Limited Liability Company are as follows:

NAME

MAILING ADDRESS

John O. Moore Jr.

33 Inverness Parkway, Suite 140 Birmingham, AL 35242

- 6. The members of the Limited Liability Company shall have the right to admit additional members upon the unanimous written consent of all members of the Limited Liability Company.
 - 7. The Limited Liability Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this the day of January, 2010.

John O. Moore, Jr.

Prepared by: Paul S. Leonard, Esq. SPAIN & GILLON, L.L.C. The Zinszer Building 2117 Second Avenue North Birmingham, AL 35203 (205) 328-4100

20100126000024730 2/2 \$80.00 Shelby Cnty Judge of Probate, AL Shelby Cnty Judge of Probate, AL 01/26/2010 10:03:03 AM FILED/CERT

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