


This instrument prepared by:

Joyce Baker, Esq.

Porterfield, Harper, Mills & Motlow, P.A.

22 Inverness Center Parkway, Suite 600

Birmingham, Alabama 35242

  
20100222000053410 1/3 \$80.00  
Shelby Cnty Judge of Probate, AL  
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**ARTICLES OF ORGANIZATION  
OF  
GSI HOLDINGS, LLC**

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Articles of Organization with the Judge of Probate's office in which the initial registered office of the limited liability company will be located, and hereby affirm the facts stated herein are true and correct:

**ARTICLE I**

*Name*

The name of the limited liability company is GSI Holdings, LLC (the "Company").

**ARTICLE II**

*Duration*

The term of the Company shall be perpetual from the date of the filing of these Articles of Organization with the Judge of Probate's office of the county in which the initial registered office of the Company is located, unless the Company is earlier dissolved in accordance with the operating agreement of the Company, if any, or the Alabama Limited Liability Company Act.

**ARTICLE III**

*Purposes*

The purpose or purposes for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act.

**ARTICLE IV**

*Registered Office; Registered Agent*

The location and mailing address of the initial registered office of the Company is 22 Inverness Center Parkway, Suite 600, Birmingham, Alabama 35242 and the name of its initial registered agent at such address is Michael R. Lunsford.

**ARTICLE V**

*Initial Members*

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

NAME  
Joseph Wheeler

ADDRESS  
7661 Commerce Lane  
Trussville, Alabama 35173

## ARTICLE VI

### *Organizer*

The name and address of the organizer is:

NAME  
Joyce Baker

ADDRESS  
22 Inverness Center Parkway, Suite 600  
Birmingham, Alabama 35242

## ARTICLE VII

### *Admission of Additional Members*

The initial members of the Company shall have the right to admit additional members to the Company as provide in the Operating Agreement.

## ARTICLE VIII

### *Cessation of Membership*

Upon the cessation of membership of a member in the Company, if there are no remaining members, the Company shall be dissolved and the affairs of the Company shall be wound up unless the holders of all the financial rights in the Company agree in writing, within 90 days after the cessation of membership of said last member, to continue the legal existence and business of the Company and to appoint one or more new members, and the legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the operating agreement of the Company, if any, or these Articles of Organization.

## ARTICLE IX

### *Managers*

The Company shall be managed by one or more managers, and the names and addresses of the persons or entities who are to serve as managers until their successors are elected and begin serving are as follows:

NAME

ADDRESS

Joseph Wheeler

7661 Commerce Lane  
Trussville, Alabama 35173


## ARTICLE X

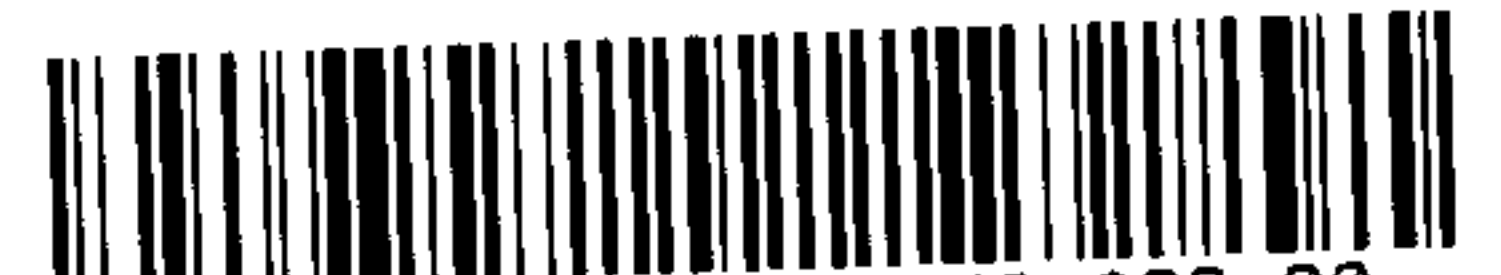
### *Internal Affairs*

The regulation of the internal affairs of the Company shall be conducted in accordance with the provisions of the Company's Operating Agreement, as the same may be amended from time to time.

The undersigned organizer does hereby execute these Articles of Organization this 22nd  
day of February, 2010.

**ORGANIZER:**

  
\_\_\_\_\_  
Joyce K. Baker

  
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