

**ARTICLES OF ORGANIZATION
OF
JIM HUBBARD & ASSOCIATES, LLC**

(Conversion from Corporation)

Pursuant to the provisions of Sections 10-12-1, *et seq.* and Sections 12-15-3, *et seq.* of the Code of Alabama (1975), as amended, the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is **JIM HUBBARD & ASSOCIATES, LLC** (the "Company").

ARTICLE II

Duration

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act") or the Operating Agreement of the Company.

ARTICLE III

Purposes

The purposes for which the Company is formed are:

(a) To engage in research and development, purchase, sale, import, export, license, distribution, design, manufacturer, or rental of any product, machine, apparatus, appliance, merchandise, and property of every kind and description, ideas, systems, procedures, and services of any nature, including, without imitating the generality of the foregoing, all types of products which possess an internal intelligence for recognizing and correlating any type of data or information to be processed, pattern interpretation, recognition and memory systems and equipment, optical scanning, analog and digital computers, components, all types of electrical, mechanical, electro mechanical, and electronic products and systems such as for analysis of visible, radar, sonar, or other inputs, voice recognition and identification of voice elements, and magnetic storage and drums; and

(b) To establish, maintain, and conduct training schools, courses, and programs in connection with the purchase, sale, import, export, license, distribution,

design, manufacture, or rental of machines, apparatus, appliances, and merchandise, and of articles required in the use thereof or used in connection therewith; and

(c) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and mailing address of the initial registered office of the Company shall be 31 Inverness Center Parkway, Suite 425, Birmingham, Alabama 35242, and the name of its registered agent at such address shall be Margaret D. Hubbard.

ARTICLE V

Initial Members

The names of the initial Members and their addresses are:

Hubbard Systems, Inc.
31 Inverness Center Parkway, Suite 425
Birmingham, Alabama 35242

ARTICLE VI

Organizer

The name and address of the organizer are:

Bruce A. Rawls
Burr & Forman LLP
420 North 20th Street, Suite 3400
Birmingham, Alabama 35203

ARTICLE VII

Admission of Additional Members

Upon the consent of two-thirds in interest of the Members, the Company may permit the admission of additional Members, and the terms and conditions of their admission is set forth in the Operating Agreement of the Company.

ARTICLE VIII

Cessation of Membership

The cessation of one or more members will not result in the dissolution of the Company.

ARTICLE IX

Managers

The Company is to be managed by one or more Managers as provided in the Operating Agreement. The names and addresses of the initial Manager of the Company, who shall serve until her successors are elected and shall begin serving, is:

Margaret D. Hubbard
31 Inverness Center Parkway, Suite 425
Birmingham, Alabama 35242

ARTICLE X

Regulation of Internal Affairs

The provisions for the regulation of the internal affairs of the Company are set forth in the Operating Agreement of the Company.

ARTICLE XI

Conversion from Corporation

The Company was, and is hereby, converted from an Alabama business corporation pursuant to and in accordance with Section 10-15-3 of the Code of Alabama (1975), as amended. The former name of the converting entity was Jim Hubbard & Associates, Inc. (the "Corporation"). All shareholders of the Corporation consented to the conversion, and the conversion has been approved pursuant to Section 10-15-3 of the Code of Alabama (1975), as amended. The Corporation's Articles of Incorporation and Articles of Dissolution are filed in the Office of the Judge of Probate of Jefferson County, Alabama.



March IN WITNESS WHEREOF, these Articles have been subscribed as of the 12th day of March, 2010, by the undersigned Organizer, who affirms that the statements made herein are true under the penalties of perjury.

ORGANIZER:



Bruce A. Rawls

This document was prepared by:

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