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Shelby Cnty Judge of Probate, AL
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STATE OF ALABAMA)

SHELBY COUNTY)

ARTICLES OF ORGANIZATION
OF
BMSS BUSINESS SERVICES, L.L.C.

Pursuant to the provisions of the Alabama Limited Liability Company Act, §10-12-1 et seq., Code of Alabama, 1975 (the “Act”), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I.

Name

The name of the limited liability company is BMSS Business Services, L.L.C., (the “Company”).

ARTICLE II.

Duration

Pursuant to §10-12-4 of the Code of Alabama (1975), the Company shall have perpetual duration, unless it is dissolved and its affairs wound up in accordance with the Act, or as provided in the Company’s Operating Agreement.

ARTICLE III.

Purposes

The purposes for which the Company is formed are:

- (a) To own and manage trades or businesses providing support services to other businesses;
- (b) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (c) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell,

convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, limited liability companies, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(f) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and

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

ARTICLE IV.

Registered Agent; Registered Office

The location and street address of the initial registered office shall be 1121 Riverchase Office Road, Birmingham, Alabama, 34244, and its registered agent at such address shall be David R. King.

ARTICLE V.

Initial Members and Organizer

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

<u>Name</u>	<u>Address</u>
Keith M. Barfield	1103 Riverhaven Place Birmingham, AL 35244
Donald W. Murphy, Jr.	1161 Heritage Lakes Drive Columbiana, AL 35051
John P. Shank	2632 Altadena Road Birmingham, AL 35243
Steven N. Smith	3336 Overton Road Birmingham, AL 35223
Myra S. Roberts	1523 Highland Gate Point Hoover, AL 35244
Derrel G. Curry	103 Victory Trail Pelham, AL 35124

Name

Address

David R. King

3416 Coventry Drive
Vestavia, AL 35243

Ross B. Mendheim

1779 Shades Crest Road
Birmingham, AL 35216

Gregory H. Hardy

4426 Village Green Way
Hoover, AL 35226

Jason M. Harkins

3547 Westbury Road
Birmingham, AL 35223

The name and address of the organizer is:

Name

Address

Steven N. Smith

3336 Overton Road
Birmingham, AL 35223

ARTICLE VI.

Additional Members

Additional members can be admitted at such times and upon such terms and conditions as all the members may agree.

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ARTICLE VII.

Initial Managers

The Company's business and affairs shall be managed by one or more managers. The name and business address of the initial manager who is to serve as the manager until the first annual meeting of the Members or until his successor is elected and qualified is as follows:

Name

Address

David R. King

3416 Coventry Drive
Vestavia, AL 35243

ARTICLE VIII.

Right to Continue Business

Upon the death, retirement, resignation, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member ("Dissolution Event") in the Company, the business of the Company may be continued so long as there are at least two remaining Members and all remaining Members consent to the continuation of business. The Managers of the Company shall call a Special Meeting of Members to be held within ninety (90) days after the Dissolution Event for purposes of determining whether the business should be continued.

ARTICLE IX.

Assignment

Except as otherwise provided in the operating agreement of the Company, a Member may not assign, in whole or in part his interest in the Company without the prior written consent of all the Members.

IN WITNESS WHEREOF, the undersigned, have duly executed these Articles of Organization this 15th day of March, 2010.

(Signature) Steven N. Smith, ORGANIZER
Steven N. Smith, Organizer

THIS INSTRUMENT WAS PREPARED BY:
Steven N. Smith
Steven N. Smith, P.C.
1121 Riverchase Office Road
Birmingham, AL 35244