


STATE OF ALABAMA       )  
SHELBY COUNTY        )

  
20100601000171750 1/2 \$80.00  
Shelby Cnty Judge of Probate, AL  
06/01/2010 12:35:17 PM FILED/CERT

**ARTICLES OF ORGANIZATION  
OF  
BLACKWATER RESOURCES, LLC**

The undersigned organizer, desiring to form a limited liability company pursuant to the laws of the State of Alabama, certifies as follows:

I.       The name of the limited liability company is Blackwater Resources, LLC.

II.       The existence 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 its duration shall be perpetual; provided, however, that the limited liability company shall be dissolved (a) upon the written consent of all of the members; (b) as provided in the Operating Agreement, if any; or (c) as may be required by the Alabama Limited Liability Company Act.

III.      The purpose for which this limited liability company is organized is to engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.

IV.      The location and mailing address of the initial registered office shall be 1701 Lee Branch Lane, Birmingham, Alabama 35242, and the name of the initial registered agent at said address shall be Alex D. Baker.

V.       The names and mailing addresses of the initial members of the limited liability company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Alex D. Baker	270 Doug Baker Blvd., Suite 700, Box 109 Birmingham, Alabama 35242

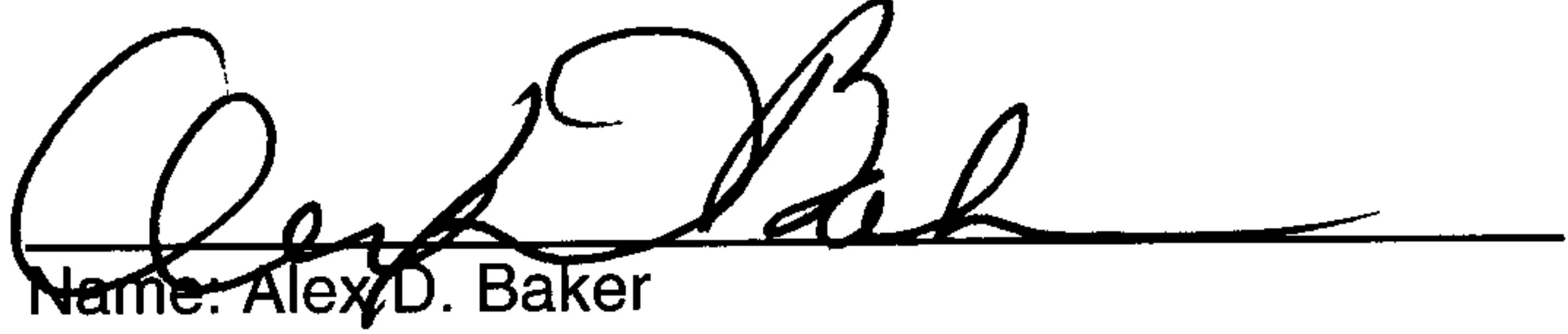
VI.      The members of the limited liability company shall have the right to admit additional members to the limited liability company upon the unanimous consent of all the members of the limited liability company.

VII.     The limited liability company shall be managed by a manager who shall serve as manager until its successor is elected and qualified. The name and mailing address of the initial manager is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Alex D. Baker	270 Doug Baker Blvd., Suite 700, Box 109 Birmingham, Alabama 35242

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IN WITNESS WHEREOF, the undersigned, an authorized person of the limited liability company, has affixed his hand and seal on this \_\_\_\_ day of May, 2010.

  
Name: Alex D. Baker

(ORGANIZER)

This instrument was prepared by:  
Amy McMullen  
1701 Lee Branch Lane  
Birmingham, Alabama 35242