

STATE OF ALABAMA)
 :
SHELBY COUNTY)

**ARTICLES OF ORGANIZATION
OF
MILLS-RODGERS RETREAT, LLC**

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, desiring to form a limited liability company under the laws of the State of Alabama, does hereby adopt the following Articles of Organization:

ARTICLE I.
NAME

The name of the limited liability company shall be “MILLS-RODGERS RETREAT, LLC” (the “Company”).

ARTICLE II.
PERIOD OF DURATION

The term for which the Company is to exist as a limited liability company shall commence on the date these Articles of Organization are filed in the office of the Judge of Probate of Shelby County, Alabama, and shall continue until the Company shall be dissolved (a) upon the written consent of all members, (b) as provided in the Operating Agreement, or (c) as may be required by the Alabama Limited Liability Company Act.

ARTICLE III.
PURPOSE

The Company is formed to transact any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Act, including, but not limited to, acquiring, managing, operating, renting and leasing real property, personal property and other property owned by the Company. The purpose of the Company shall

further encompass such activities as purchasing, operating, managing, mortgaging, encumbering, selling, exchanging, otherwise disposing of and/or dealing with investments for the accretion to value, production of income and profit and the operation, management and leasing of property owned by the Company, and to engage in any and all activities related or incidental to the business of the Company.

ARTICLE IV.
LOCATION OF REGISTERED OFFICE
AND
NAME OF REGISTERED AGENT

The initial registered agent of the Company shall be Jane Mills Rodgers, and the initial registered office of the Company is 5813 Old Kendrick Road, Helena, Alabama 35080.

ARTICLE V.
MEMBER AND ORGANIZER

The name and address of the initial Member of the Company is set forth on Exhibit "A" attached to these Articles. The organizer of the Company is H. Neal Farmer, whose address is set forth on the signature page of these Articles.

ARTICLE VI.
ADDITIONAL MEMBERS

Subject to the terms and conditions of the Company's Operating Agreement, the Member reserves the right to admit additional Members and to determine the consideration to be paid by new Members.

ARTICLE VII.
OPERATING AGREEMENT

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles.



ARTICLE VIII.
CONTINUATION UPON WITHDRAWAL OF A MEMBER

The existence of the Company shall continue upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminates the continued membership of a Member in the Company (collectively, "Cessation of Membership"), as long as there is at least one remaining Member and that Member carries on the business of the Company (any such remaining Member being hereby authorized to carry on the business of the Company), or within ninety (90) days after the Cessation of Membership of the last Member, all of the holders of the financial rights in the Company agree in writing to continue the legal existence and business of the Company.

ARTICLE IX.
LIABILITIES OF MEMBERS

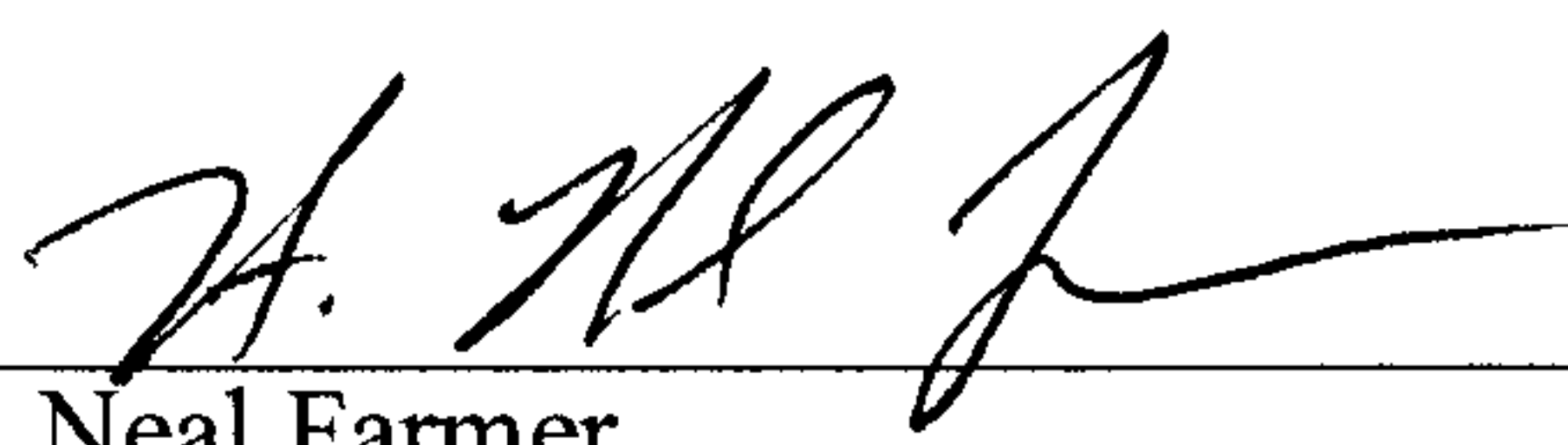
The Members of the Company are not liable under a judgment, decree or order of a court, or in any other manner, for a debt, obligation or liability of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the Company. As to any act or document where the name "**MILLS-RODGERS RETREAT, LLC**" and the signature of a Member appears, it shall be assumed for all intents and purposes that such person is acting as duly authorized agent of the Company.

ARTICLE X.
MANAGEMENT

The Company shall be managed by the Member.

IN WITNESS WHEREOF, the undersigned Organizer has caused these Articles of Organization to be executed this 21st day of September, 2010.


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Shelby Cnty Judge of Probate, AL
09/23/2010 10:33:37 AM FILED/CERT



H. Neal Farmer
Copeland, Franco, Screws & Gill, P.A.
444 South Perry Street
Montgomery, Alabama 36104

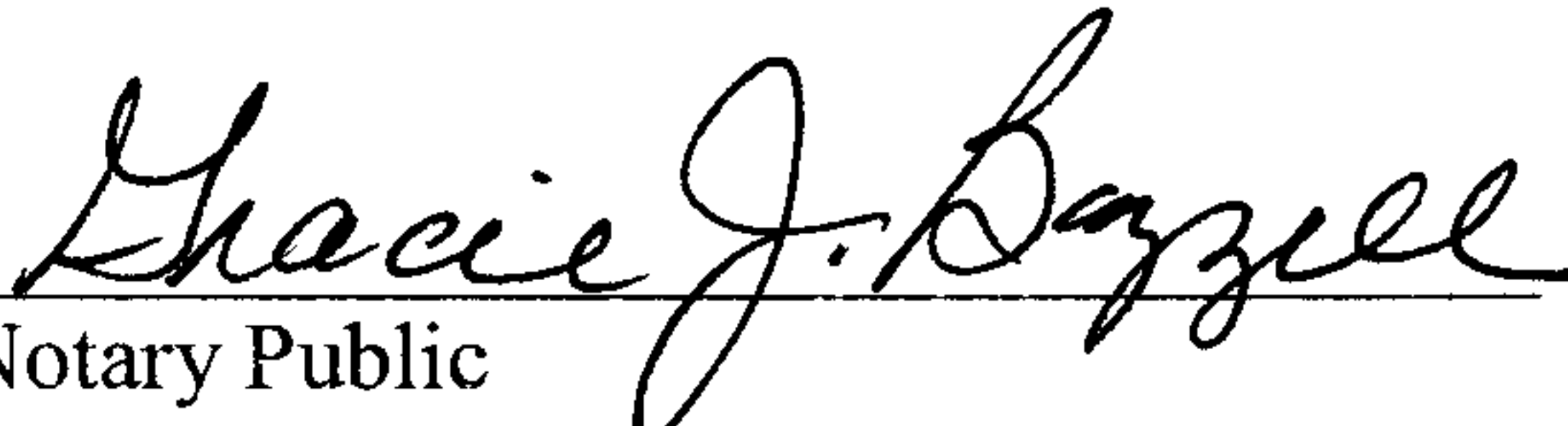
ACKNOWLEDGMENT

STATE OF ALABAMA)
 :
MONTGOMERY COUNTY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that H. Neal Farmer, whose name, as Organizer, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily.

GIVEN under my hand and official seal this 21st day of September, 2010.

(SEAL)



Notary Public
My Commission Expires: _____

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Nov 14, 2010
BONDED THRU NOTARY PUBLIC UNDERWRITERS

This Document Prepared By:
H. Neal Farmer, Esquire
Copeland, Franco, Screws & Gill, P.A.
P. O. Box 347
Montgomery, Alabama 36101-0347
Telephone: (334) 834-1180



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EXHIBIT "A"

Name and Address of Initial Member

Name	Address
Jane Rodgers	5813 Old Kendrick Road Helena, AL 35080


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