
**ARTICLES OF ORGANIZATION
OF
NORTH RIVER HOMES, LLC**

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

I, the undersigned organizer/member, for the purpose of forming a limited liability company under the provisions of the Alabama Limited Liability Company Act, as amended, currently codified as Section 10-12-1, et. seq., Code of Alabama (1975), do hereby make these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company (the "Company") is:

NORTH RIVER HOMES, LLC

ARTICLE II - DURATION

The duration of the Company shall be perpetual.

ARTICLE III - PURPOSES

The Company has been created for the following purposes:


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A. To construct, repair, remodel, renovate, develop and sell residential properties;

B. To construct, develop, improve, purchase, own, manage, sell, lease and operate property, real or personal, of any kind, including, without limitation, a part ownership interest of any entity, and to transact any or all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act, as amended from time to time, to have and exercise all powers necessary or convenient to effectuate the purposes of the company, and to carry on any other business in connection with the foregoing;

C. To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objectives and purposes of the Company, to the same extent as natural persons might or could do and in any part of the world, as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person or entity of any kind whatsoever, and to have and exercise any and all such powers to the full extent authorized or permitted to a limited liability company under the laws that may now or hereafter be applicable or available to the Company;

D. The foregoing subsections shall be construed, in the broadest sense, as purposes and powers of the Company in addition to those powers specifically conferred upon the Company by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the Company otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing the Company to carry on the business of banking or that of a trust company, or the business of insurance.

ARTICLE IV - ORGANIZER

The name and mailing address of the Organizer of the Company is as follows:

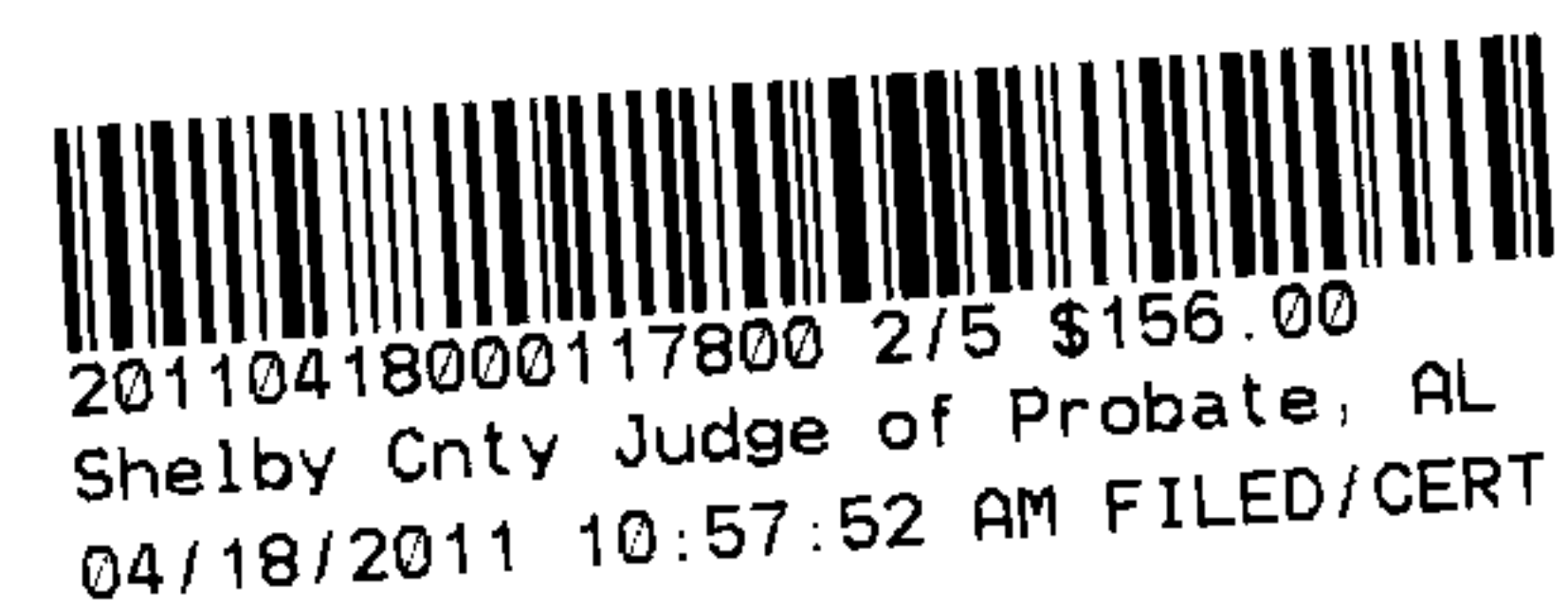
Kenneth W. Hooks
2034 Club Road
Birmingham, Alabama 35244

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the location and mailing address of the Company is as follows:

Registered Agent:

Kenneth W. Hooks



Location Address: 2034 Club Road
Birmingham, Alabama 35244

Mailing Address: 2034 Club Road
Birmingham, Alabama 35244

ARTICLE VI - NAME AND ADDRESS OF INITIAL MEMBER

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

Kenneth W. Hooks
2034 Club Road
Birmingham, Alabama 35244

ARTICLE VII - ADDITIONAL MEMBERS

The members of the company shall have the right to admit additional members in the manner provided in the Operating Agreement, as amended from time to time.

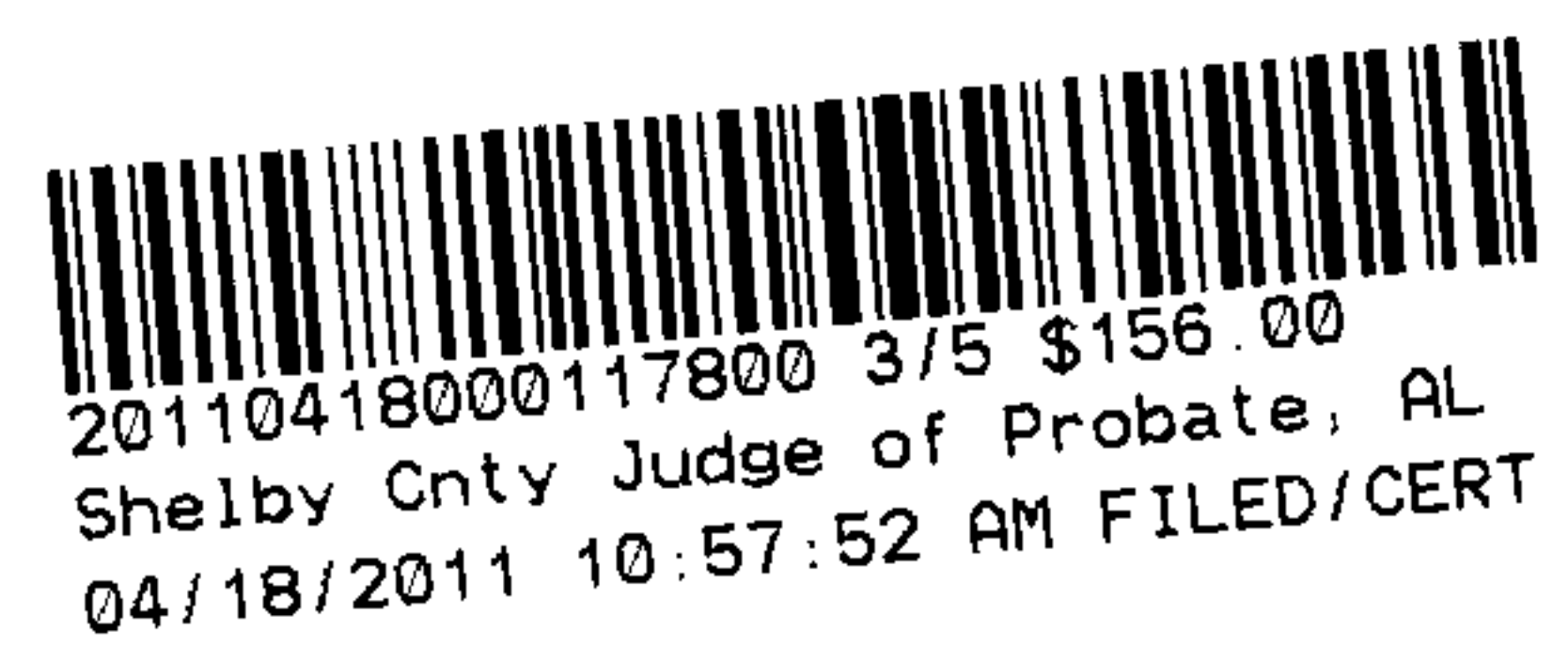
ARTICLE VIII - MEMBER MANAGED

The Company is to be managed by one or more members chosen by the members as provided in the Company's Operating Agreement, as amended from time to time. The name and address of the initial member-manager is:

Kenneth W. Hooks
2034 Club Road
Birmingham, Alabama 35244

ARTICLE IX- AMENDMENT

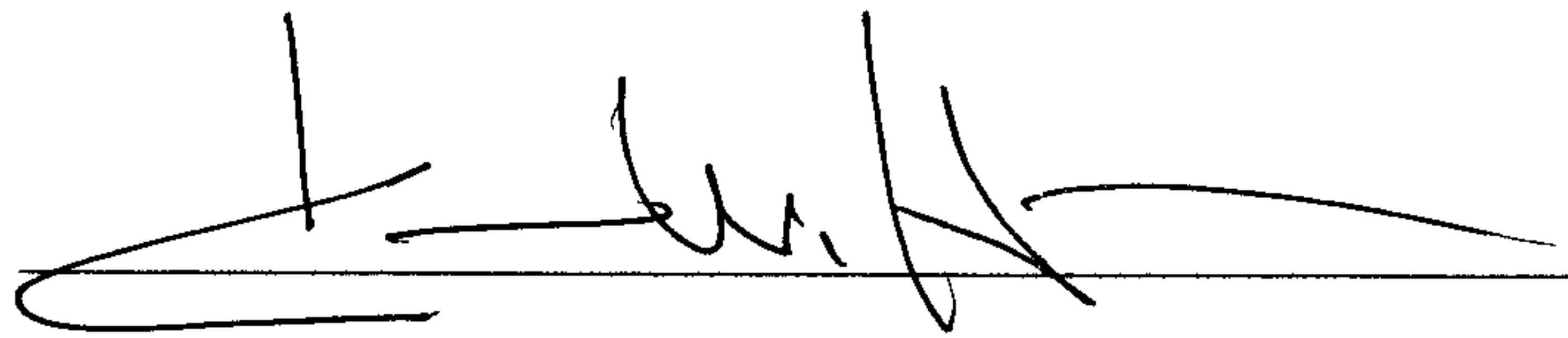
The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred upon members herein are granted subject to this reservation; provided, however, that no such amendment, alteration, change or repeal shall be effective unless conducted in the manner provided in the Operating Agreement, as amended from time to time.



ARTICLE X - TERMINOLOGY

Whenever the context requires, words used in the singular shall be construed to mean or to include the plural and vice versa, and pronouns of any gender shall be deemed to include and to designate the masculine, feminine or neutral gender.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 31st day of March, 2011.



Kenneth W. Hooks
Organizer/Member-Manager



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Beth Chapman
Secretary of State

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P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

Pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

North River Homes, LLC

This domestic limited liability company name is proposed to be formed in Shelby County and is for the exclusive use of Kenneth W. Hooks, 2034 Club Road, Birmingham, AL 35244 for a period of one hundred twenty days beginning March 31, 2011 and expiring July 30, 2011

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.



Date April 5, 2011

Beth Chapman Secretary of State