

STATE OF ALABAMA        )

SHELBY COUNTY            )

**ARTICLES OF ORGANIZATION  
OF  
ANDERTON INVESTMENTS, LLC**

I, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. **NAME OF LIMITED LIABILITY COMPANY:** The name of the Limited Liability Company is "**ANDERTON INVESTMENTS, LLC**".

2. **PERIOD OF DURATION:** 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 for fifty (50) years, 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 of the Limited Liability Company; or (c) as may be required or provided for by the Alabama Limited Liability Company Act (hereinafter the "Act").

3. **PURPOSE:** The purpose for which this Limited Liability Company is organized is:

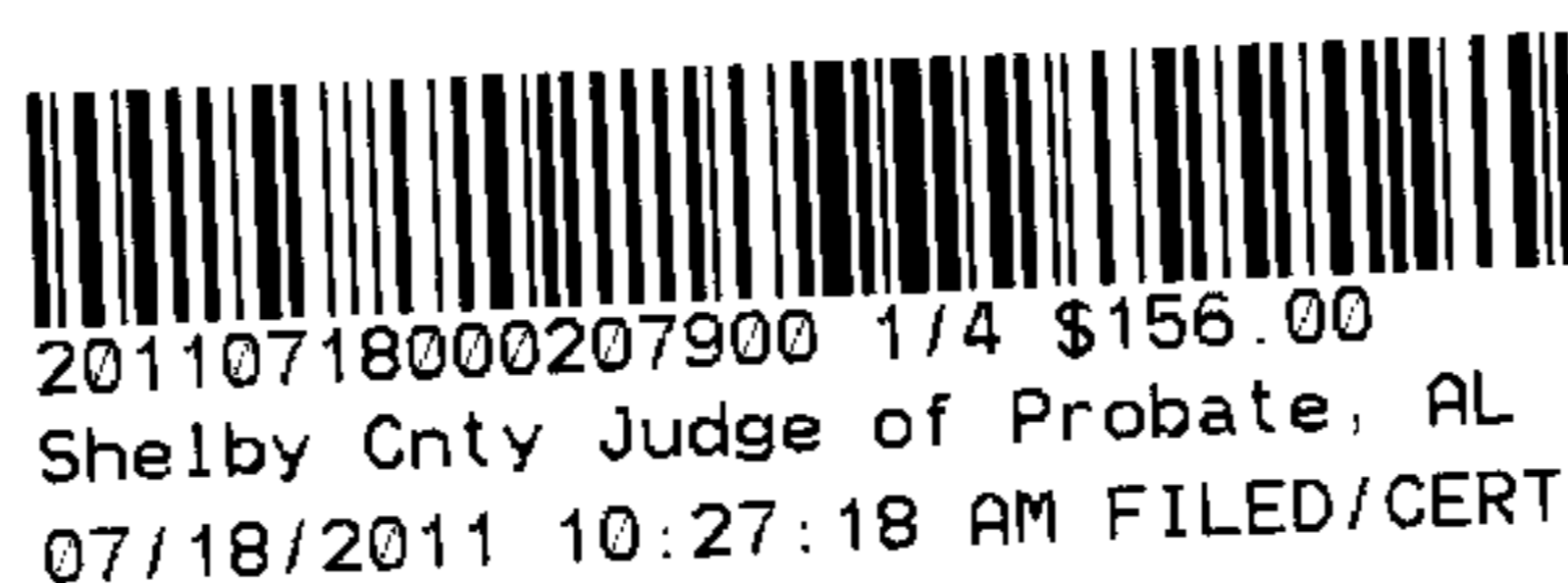
(a) The transaction of any or all other lawful business for which limited liability companies may be organized under the Alabama Limited Company Act.

4. **INITIAL REGISTERED OFFICE AND AGENT:** The location and mailing address of the initial registered office of the Limited Liability Company shall be 151 Thoroughbred Lane, Alabaster, Alabama 35007, and the name of the initial registered agent at said address is Juanita A. Anderton.

5. **INITIAL MEMBER AND MAILING ADDRESS:** The name and mailing address of the initial Member of the Limited Liability Company is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Juanita A. Anderton	151 Thoroughbred Lane Alabaster, Alabama 35007

6. **RIGHT, TERMS AND CONDITIONS OF ADMITTING NEW MEMBERS:** The Member reserves the right to admit additional Members upon the



unanimous agreement of all Members and upon compliance with the terms and conditions of the Company's Operating Agreement.

7. **MEMBERS RIGHT TO CONTINUE BUSINESS AFTER EVENT OF DISSOCIATION:** The Members of the Limited Liability Company shall have the right to continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or upon the occurrence of any event which terminates the continued membership of a Member in the Limited Liability Company (collectively, "Withdrawal"), as long as there is at least one remaining Member, and the remaining Member agrees to continue the operation of the Limited Liability Company by written consent within ninety days after the Withdrawal of a Member. This may be further regulated by the Operating Agreement of the Limited Liability Company, which must not be inconsistent herewith.

8. **MANAGER:** The Limited Liability shall have no Manager. Conversely, the Limited Liability Company shall be operated by its Member.

Pursuant to its Operating Agreement, the Limited Liability Company may provide for the election of one or more Administrative Members whose authority shall be as stated in the Operating Agreement. Any person or party doing business with or otherwise dealing in any transaction with an Administrative Member of the Limited Liability Company acting as such Administrative Member shall be entitled to rely fully on the Administrative Member's power and authority to bind the Company in that particular business or transaction. By way of illustration, but not by way of limitation, an Administrative Member has the authority on behalf of the Limited Liability Company to execute deeds, leases, mortgages contracts and other documents or instruments for and on behalf of the Limited Liability Company with respect to real estate owned by the Limited Liability Company. **The Member hereby appoints Juanita A. Anderton as Administrative Member for and on behalf of the Limited Liability Company.** Any Administrative Member is subject to removal at will by the Members who shall continue to be responsible for the operation of the Limited Liability Company, notwithstanding the election of any Administrative Member.

9. **LIABILITIES OF MEMBERS:** No Member of the Limited Liability Company can be held liable under a judgment, decree or order of any court, or in any other manner, for a debt, obligation or liability of the Limited Liability Company, or for the acts or omissions of any other Member, Agent or Employee of the Limited Liability Company.

10. **OPERATING AGREEMENT:** The Operating Agreement of the Limited Liability Company shall be executed by each Member of the



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Limited Liability Company and shall set forth all provisions for the affairs of the Limited Liability Company and the conduct of its business to the extent that such provisions are not inconsistent with the Alabama Limited Liability Company Act or these Articles of Organization.

11. **MEMBERSHIP CERTIFICATES:** The Company shall not issue a Membership Certificate.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization of Anderton Investments, LLC, to be executed on this 25<sup>th</sup> day of May, 2011.

  
Juanita A. Anderton

STATE OF ALABAMA


COUNTY OF CALHOUN

I, the undersigned, a Notary Public in and for said State and County, hereby certify that **Juanita A. Anderton**, whose name is signed to the foregoing Articles, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles, she executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 25<sup>th</sup> day of May, 2011.

  
Notary Public **DOUGLAS H. MOONEYHAM**  
Notary Public  
My Commission Expires: **ALABAMA STATE AT LARGE**  
~~Commission Expires January 27, 2013~~

[Seal]

  
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THIS INSTRUMENT WAS PREPARED BY:  
DOUGLAS H. MOONEYHAM, LLC  
ATTORNEY AT LAW  
POST OFFICE BOX 2603  
ANNISTON, ALABAMA 36202  
(256) 231-1143

**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:

**Anderton Investments, LLC**

This domestic limited liability company name is proposed to be formed in Alabama and is for the exclusive use of JUANITA A ANDERTON, 151 THOROUGHbred LANE, ALABASTER, AL 35007 for a period of one hundred twenty days beginning May 26, 2011 and expiring September 24, 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.



583-349

July 11, 2011

Date

*Beth Chapman*

Beth Chapman

Secretary of State