

ARTICLES OF ORGANIZATION
OF
HIGGINBOTHAM AND SONS, LLC

The undersigned, acting as the organizer of a limited liability company under the Alabama Limited Liability Company Act (the Act), hereby adopt the following Articles of Organization for Higginbotham and Sons, LLC (the Company):

ARTICLE I

The name of the Company is Higginbotham and Sons, LLC.

ARTICLE II

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

ARTICLE III

PURPOSE

The Company is organized for the following purposes:

- (a) To render general contracting services for roofing companies, and to conduct any other business transactions incidental or relative thereto. In addition, such general contracting services rendered in the State of Alabama may only be rendered through licensed or registered individuals permitted to render those services in the State of Alabama, provided, however, that any individual who is employed by the Limited Liability Company shall not be required to be licensed, or registered to perform services for which no license or registration is otherwise required under the laws of the State of Alabama. Notwithstanding the foregoing or anything otherwise contained herein, the Limited Liability Company shall comply with the limitations of Section 10-12-45 of the Alabama Limited Liability Company Act.
- (b) To borrow money and issue notes and other evidence of indebtedness, and to secure the payment or performance of its obligations by mortgage, deeds of trust, pledge, otherwise;



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- (c) To lend money with or without security, including but limited to the security of mortgages, deeds of trust, pledges or hypothecations of real and personal property;
- (d) To draw, make, accept, endorse, discount, execute or issue promissory notes, drafts, bills of exchange, warrants, and other negotiable or transferable instruments;
- (e) To enter into and make, perform and carry out contracts of every kind and description made for lawful purposes, without limit as to amount, with any person, firm, association, limited liability company, or corporation, either public or private;
- (f) To have one or more offices and to carry on all or any of the objects and purposes herein enumerated, and to conduct the business of the Company in any of the states of the United States of America, the District of Columbia, the territories of the United States, and foreign countries;
- (g) To do business under fictitious or assumed names; to act as agent or principal; to become a member of a limited liability company, joint venture, association, general or limited partnership, trust, or any other form of business organization, or a stockholder in a corporation, by purchase, investment, affiliation, or otherwise; and
- (h) To carry on any other lawful business permitted by Alabama law and to perform all acts in furtherance thereof.

ARTICLE IV

The mailing address of the initial registered office is P. O. Box 382022, Birmingham, Alabama 35238, and the name of the initial registered agent of the Company at such address is Burnie A. Higginbotham, III.

ARTICLE V

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

<u>Name</u>	<u>Address</u>
Burnie A. Higginbotham, III	1025 King Stables Circle Birmingham, Alabama 35242

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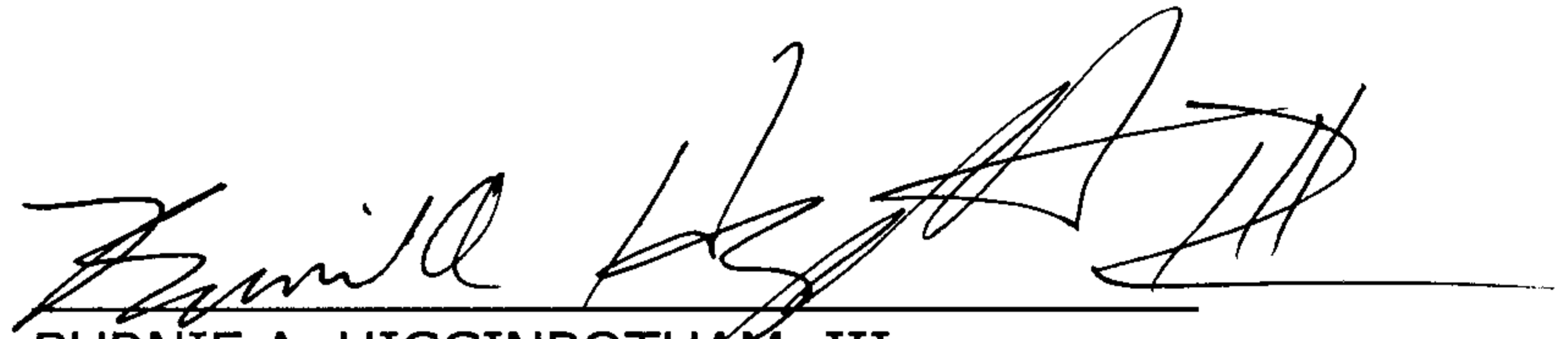
ARTICLE VI

The initial member of the Company may admit additional members at such times and upon such terms and conditions as may be mutually agreed by the Company and the additional members.

ARTICLE VII

The legal existence and business of the Company may be continued by the written consent of all the remaining members within ninety (90) days after an event of dissociation of a member.

IN WITNESS WHEREOF, these Articles of Organization have been executed on the 27 day of September, 2011.


BURNIE A. HIGGINBOTHAM, III

Beth Chapman
Secretary of State



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

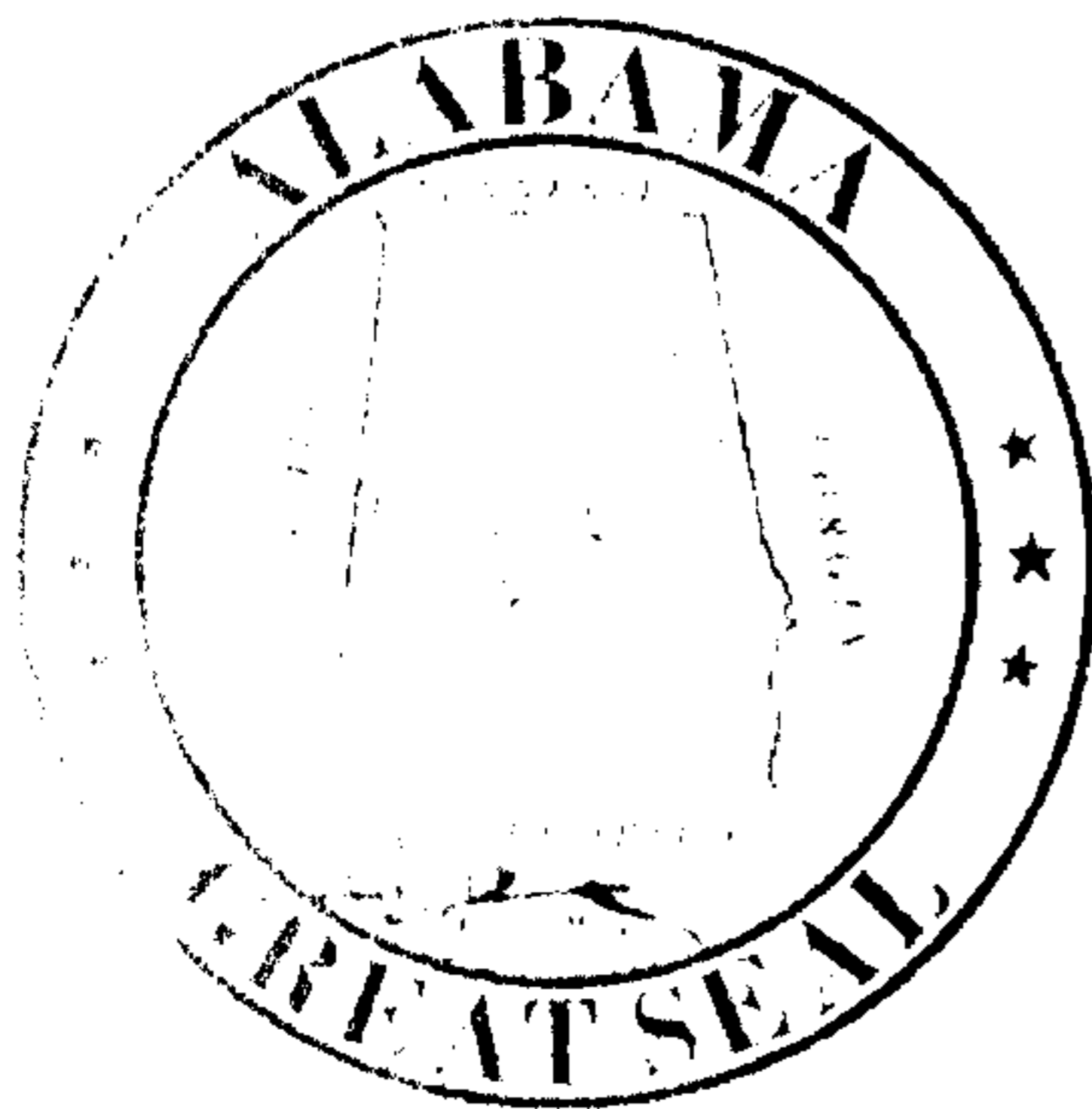
STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of 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:

HIGGINBOTHAM AND SONS, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of BURNIE A HIGGINBOTHAM III, P O BOX 382022,
BIRMINGHAM, AL 35238 for a period of one hundred twenty days beginning
September 23, 2011 and expiring January 21, 2012.



**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.**

September 23, 2011

Date

Beth Chapman

588-554

Beth Chapman

Secretary of State