

This document prepared by
and upon recording return to:
Laura J. Biddy
Johnston Barton Proctor & Rose LLP
Colonial Brookwood Center
569 Brookwood Village, Suite 901
Birmingham, Alabama 35209
Telephone: (205) 458-9400

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

**ARTICLES OF ORGANIZATION
OF
CBR HOLDINGS, LLC**

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company under Title 10A of the Code of Alabama (1975), as amended (the “Alabama Business and Nonprofit Entities Code”), hereby files the following Articles of Organization with the probate judge of the County in which the initial registered office of the limited liability company will be located and attests that the facts stated in these Articles of Organization are true and correct:

**ARTICLE I
NAME**

The name of this limited liability company (the “Company”) shall be:

CBR Holdings, LLC.

**ARTICLE II
TYPE**

The Company is a limited liability company.


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Shelby Cnty Judge of Probate, AL
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ARTICLE III

PURPOSES

The nature of the business of the Company and its objects, purposes, and powers are as follows:

(a) To purchase, sell, develop, manage, and hold real estate and all other services related or ancillary thereto;

(b) To manage, purchase, or acquire by assignment, transfer, or otherwise, and hold, mortgage, or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out, and enjoy any license, power, authority, concession, right, or privilege which any limited liability company may make or grant in connection therewith; and

(c) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Company or to enhance the value of its properties.

The enumeration herein of the powers, objects and purposes of the Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.

ARTICLE IV

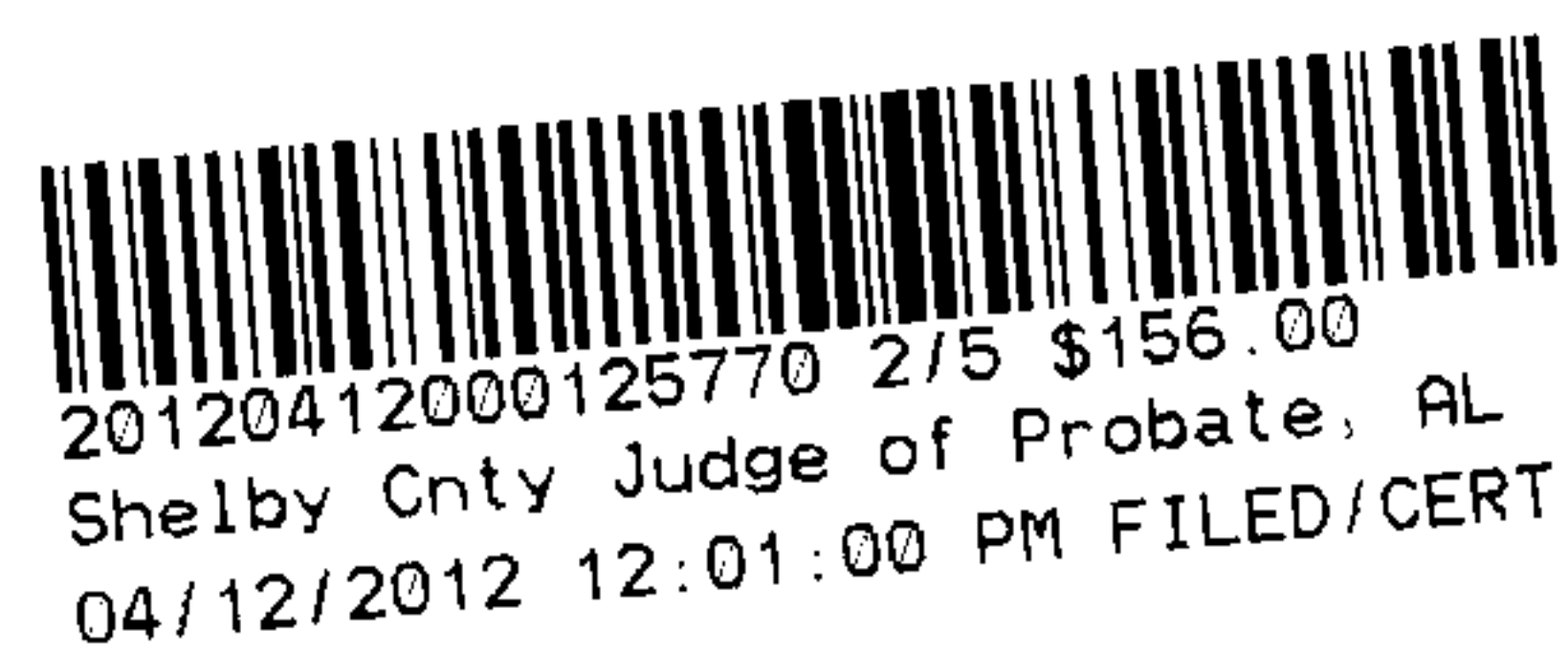
DURATION

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

ARTICLE V

REGISTERED AGENT/OFFICE

The location and mailing address of the initial registered office of the Company shall be 3605 Cahaba Beach Road, Birmingham, Alabama 35242, and its registered agent at such address shall be Joe A. Young, Jr.



ARTICLE VI
ADDITIONAL MEMBERS

The initial member (the "Member") of the Company reserves the right to admit additional members upon the consideration to be paid by, such new members, and subject to the terms and conditions of the Company's Operating Agreement.

ARTICLE VII
OPERATING AGREEMENT

The Operating Agreement of the Company shall be executed by the Members 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 the laws of Alabama or these Articles of Organization.

ARTICLE VIII
CONTINUATION UPON CESSATION OF MEMBERS

The Members shall have the right to continue the Company upon the cessation of a Member's interest in the Company as long as there is at least one remaining Member or (i) the holders of all of the financial rights in the Company agree in writing within ninety (90) days of the cessation of membership of the last Member to continue the legal existence and business of the Company and to appoint one or more Members or (ii) the legal existence and business of the Company is continued and one or more Members are appointed in the manner stated in the Operating Agreement or the Articles of Organization.

ARTICLE IX
MANAGEMENT

The Company shall be managed by a Board of Managers. The name and address of the initial Managers of the Company are as follows:

MANAGER

ADDRESS

Charles M. McLeod

527 Sheffield Way
Birmingham, Alabama 35242

Joe A. Young, Jr.

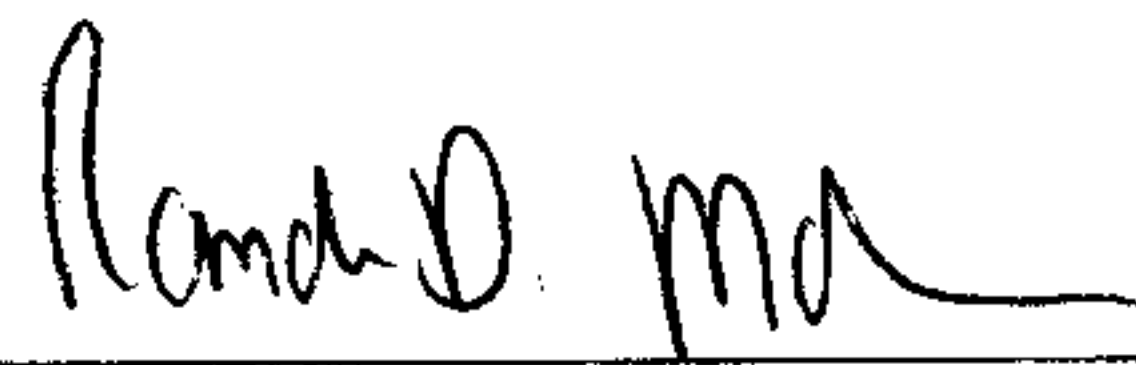
156 Deerwood Lake Drive
Harpersville, Alabama 35078

ARTICLE X
ORGANIZER

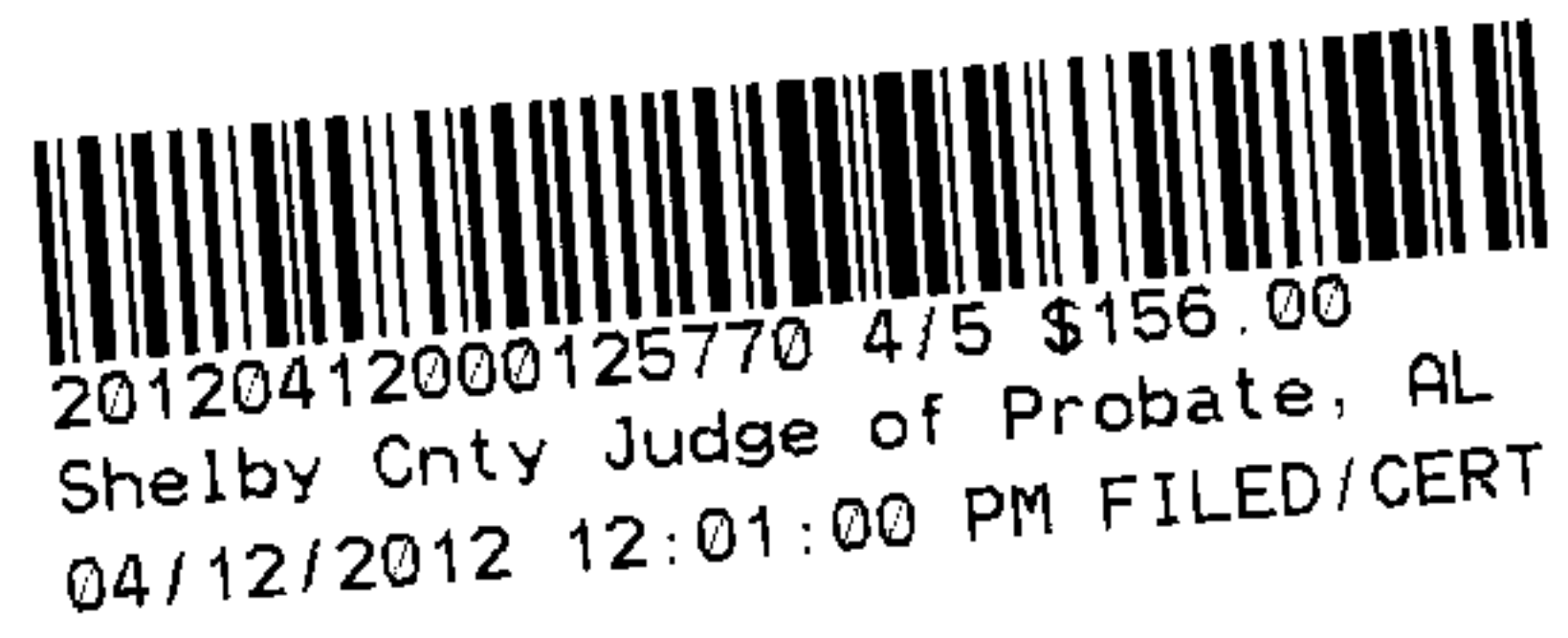
The name and address of the organizer are as follows:

Randall D. McClanahan
Johnston Barton Proctor & Rose LLP
569 Brookwood Village, Suite 901
Birmingham, Alabama 35209

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this 11th day of April, 2012.



Randall D. McClanahan, Organizer



Beth Chapman
Secretary of State

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:

CBR Holdings, LLC

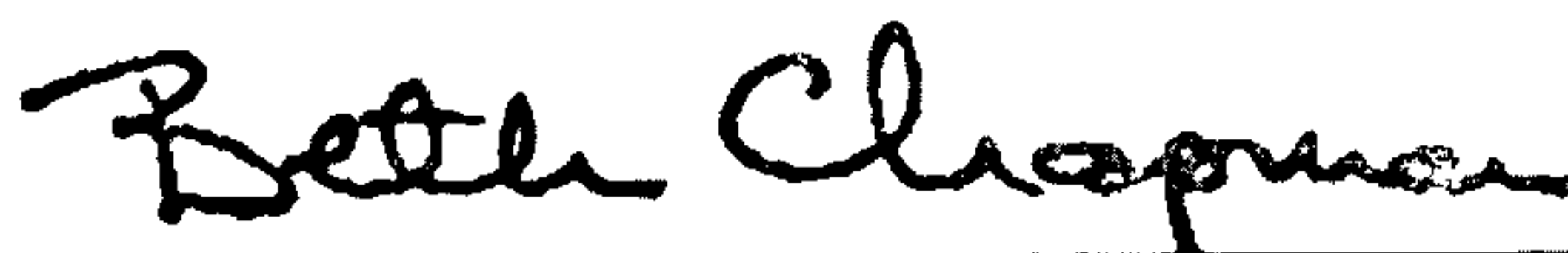
This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Randall D. McClanahan, 569 Brookwood Village, Suite
901, Birmingham, AL 35209 for a period of one hundred twenty days beginning
April 9, 2012 and expiring August 7, 2012.


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Shelby Cnty Judge of Probate, AL
04/12/2012 12:01:00 PM FILED/CERT

**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.**

April 9, 2012

Date



600-893

Beth Chapman

Secretary of State