

Articles of Organization of the Andalusia Holden Energy, LLC

An Alabama Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer, desires to form a limited liability company pursuant to the Laws of the State of Alabama by delivering in duplicate to the Secretary of State of the State of Alabama these Articles of Organization, in accordance with the provisions of Alabama Limited Liability Company Act (Acts 1993, No. 93-724, p. 1425, § 1.), hereinafter referred to as the "Act".

Section 1.02 Name

The name of the limited liability company, referred to as the "Company", is:

Andalusia Holden Energy, LLC,
An Alabama Limited Liability Company

Section 1.03 Duration

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Alabama, unless dissolved according to law.

Section 1.04 Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

Section 1.05 Principal Place of Business

The principal place of Business of the Company is:

Physical Address:
4200 Highway 93
Helena, Alabama 35080

Mailing Address:
4200 Highway 93
Helena, Alabama 35080

Section 1.06 Registered Agent and Registered Office

The name of the initial registered agent is Scottie Dean Holden and the original registered addresses are as follows:

Physical Address:
4200 Highway 93
Helena, Alabama 35080

Mailing Address:
Mr. Scottie Dean Holden
4200 Highway 93
Helena, Alabama 35080

Section 1.07 Name and Address of Organizer

R.F. (Ben) Stewart III, 1232 Blue Ridge Blvd, Birmingham, Alabama 35226

Section 1.08 Additional Contributions

Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

Section 1.09 Additional Members

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

Section 1.10 Continuation of Business

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued membership of a Member in the Company, the remaining Members and Manager of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Manager fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

Section 1.11 Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Manager and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Manager of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

Section 1.12 Management

The business of the Company shall be conducted under the management of its Manager who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement name and address of the initial Manager is:

Scottie Dean Holden
4200 Highway 93
Helena, Alabama 35080

Section 1.13 Indemnification and Liability

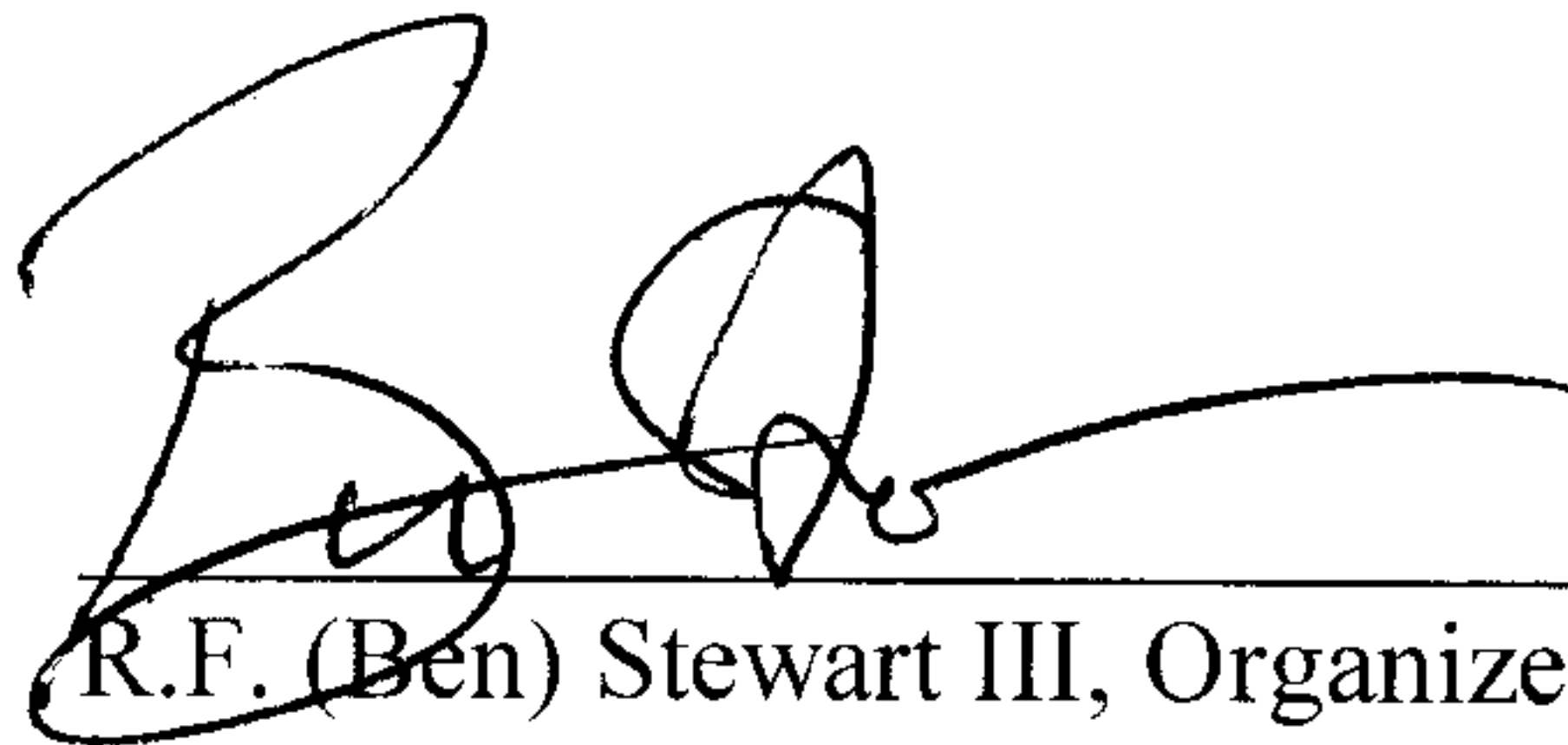
The Company may, as determined by the Manager of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

Section 1.14 Transferability of Interest

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF the undersigned forms this limited liability company on this date:

Executed on April 24, 2013



R.F. (Ben) Stewart III, Organizer



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Shelby Cnty Judge of Probate, AL
04/25/2013 09:36:12 AM FILED/CERT

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:

Andalusia Holden Energy LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of R. F. (Ben) Stewart III, 1232 Blue Ridge Blvd.,
Birmingham, AL 35226 for a period of one hundred twenty days beginning
February 12, 2013 and expiring June 13, 2013.

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Shelby Cnty Judge of Probate, AL
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**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.**

February 12, 2013

Date

Beth Chapman

620-652

Beth Chapman

Secretary of State