

Drafted By:
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Shelby Cnty Judge of Probate, AL
05/17/2013 08:09:37 AM FILED/CERT

To the Office of the Secretary of State
Corporate Section
P.O. Box 5616
Montgomery, Alabama 36103-5616
(205) 242-5324

ARTICLES OF ORGANIZATION

Of
M & J PROPERTY INVESTMENTS, L.L.C.
a Alabama Domestic Limited Liability Company
(SHELBY COUNTY)

BE IT KNOWN that **M & J Property Investments, L.L.C.**, is a limited liability company organized pursuant to the provisions of the Alabama Limited Liability Company Act, *Code of Alabama, as amended* (1975) ("Act"). The undersigned hereby adopt the following Limited Liability Company Articles of Organization for the company and give notice to the Judge of Probate and the Secretary of State for Alabama, as follows:

ARTICLE I
NAME

The name of the company is: **M & J Property Investments, L.L.C.**

ARTICLE II
DURATION

The period of duration is as of the filing of the Articles of Organization and shall continue until the earlier of:

- (1) 50 years from filing date of organization;
- (2) The written consent of the members and/or the managers to dissolve the Company pursuant to the Provisions of the Operating Agreement referred to below ("Operating Agreement");
- (3) The occurrence of an event of disassociation of a member specified under the Act, unless the legal existence and business of the company is continued pursuant to the Act or the Operating Agreement;
- (4) The entry of a decree of Judicial Dissolution under the act.

**ARTICLE III
PURPOSES**

The Limited Liability Company has been organized for the following purposes:

To engage in the transaction of any or all lawful business for which Limited Liability Companies may be organized under the laws of the State of Alabama.

**ARTICLE IV
REGISTERED AGENT/OFFICE**

Registered Office and Principal Place of Business. (a) the street address of the office in Alabama required to be maintained under *the Act* and the principal place of business is as stated below; and, (b) The name and street address of the agent for service of process required to be maintained under *Code of Alabama* is:

**JASON W. REESE
289 Vineyard Lane
Birmingham, AL 35242**

**ARTICLE V
INITIAL MEMBER FOR FORMATION**
Name and Address of the initial Member is:

**Gerald A. Templeton
2800 Riverview Road, Unit 111
Birmingham, AL 35242**

**ARTICLE VI
MANAGERS**

M & J Property Investments, L.L.C., is to be managed by one or more managers called a "Managing Member" or a "Manager." The company shall have one initial Manager. The name and the address of the initial Managing Member is:

JASON W. REESE

The above-mentioned manager shall serve as such until her successor is elected or qualified pursuant to the operating agreement. The powers and authority of the manager are as described in the operating agreement and the act.

**ARTICLE VII
RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved and shall commence winding up its affairs upon the first to occur of the expiration of the term of the company or in accordance with the act.

After an event of dissociation of a member, the legal existence and business of the company may be continued if: (i) there are at least one (1) remaining members or at least one (1) remaining member and a new member is admitted; and (ii) within ninety (90) days after the event of dissociation, the holders of a majority of the company's remaining members agree in writing to continue the business and legal existence of the company.

A dissociated member is not entitled to be paid a buy-out price for its interest and shall have only the rights set forth in the company's operating agreement.

**ARTICLE VIII
REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS**

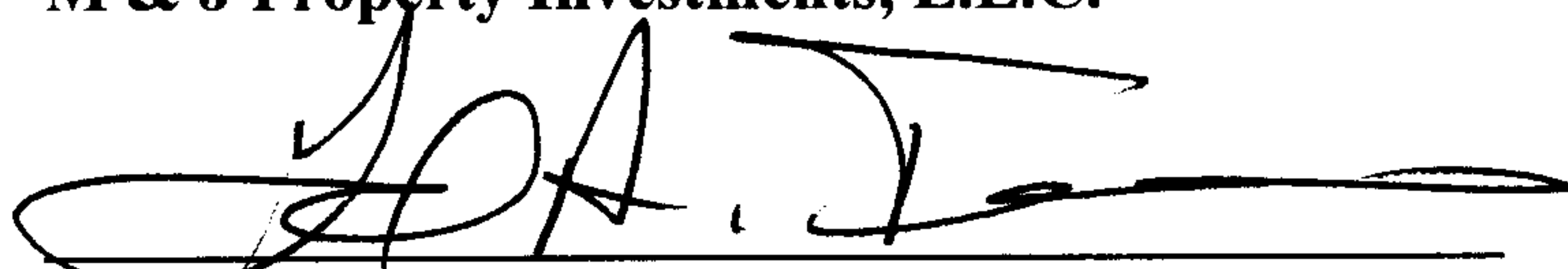
Additional persons may be admitted to the company as members and membership interests may be created and issued to those persons and to existing members own such terms and conditions as are set forth in the operating agreement.

**ARTICLE IV
OPERATING AGREEMENT**

The business of the company and the relationship of the members and the managers are subject to the terms and conditions of the operating agreement by and among the initial member and the company. A copy of the operating agreement is maintained at the company's office.

IN WITNESS THEREOF, the undersigned member has executed these articles of organization for the company effective as of the **15th day of May, 2013** as his own voluntary act.

**For the Company,
M & J Property Investments, L.L.C.**

A handwritten signature in black ink, appearing to read 'G.A. Templeton', is written over a horizontal line.

**By: Gerald A. Templeton
Its Initial Member**

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Beth Chapman
Secretary of State

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

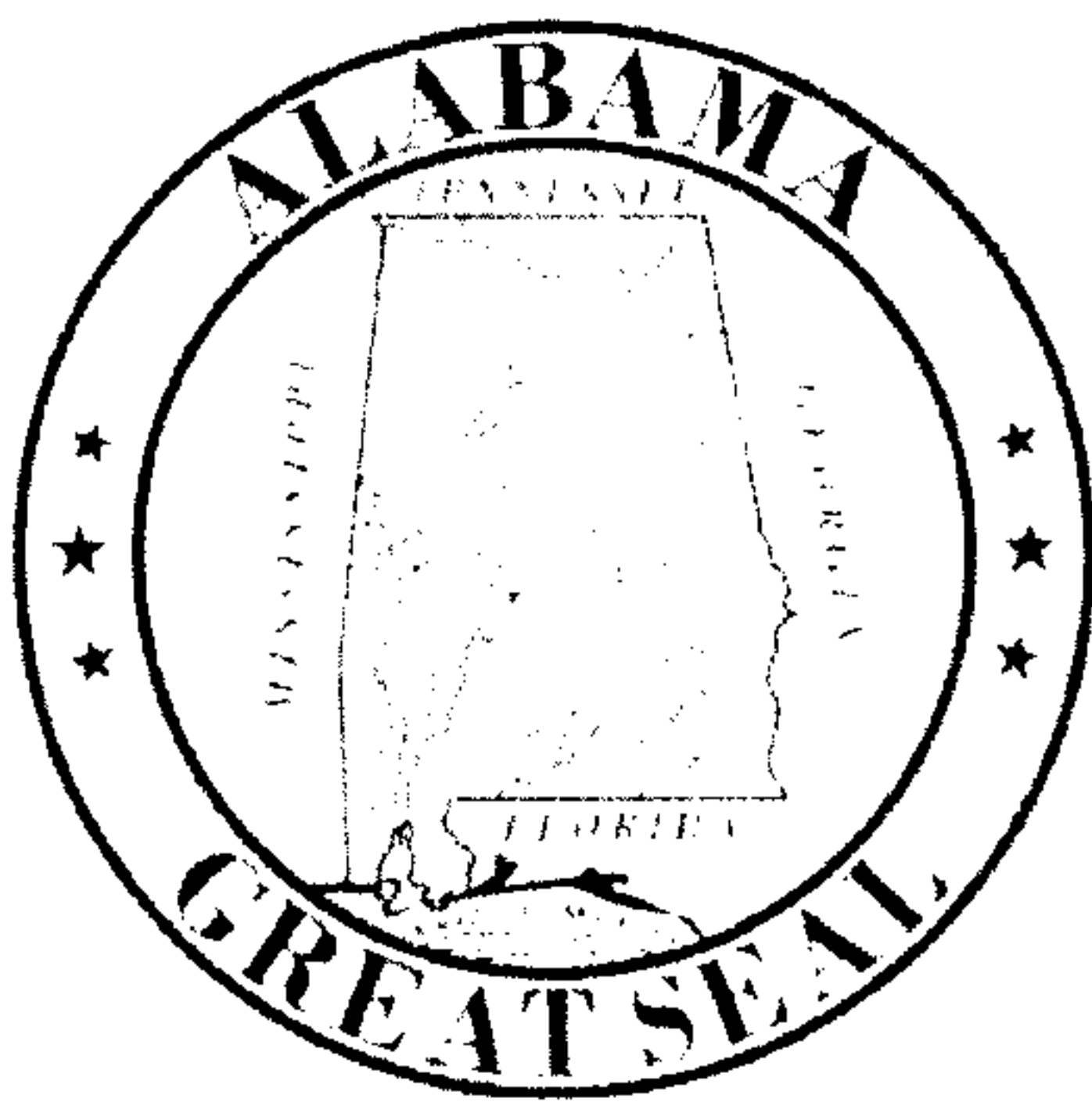
STATE OF ALABAMA

**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:

M & J Property Investments, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Gerald A. Templeton, 400 Union Hill Dr Ste 210,
Birmingham, AL 35209 for a period of one hundred twenty days beginning May
14, 2013 and expiring September 12, 2013.



627-395

**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.**

May 14, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State