

**ARTICLES OF ORGANIZATION
OF
MUNICIPAL ENERGY ADVISEMENT GROUP, LLC**

Pursuant to the Provisions of Act No. 93-724 of the 1993 Alabama Legislature, Section 10-12-9, et seq., *Code of Alabama 1975, as amended*, the undersigned organizers hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

1.01 The name of the limited liability company is **MUNICIPAL ENERGY ADVISEMENT GROUP, LLC.**

ARTICLE II

DURATION

2.01 The period of duration is perpetual.

ARTICLE III

PURPOSES

3.01 The Limited Liability Company has been organized for the purpose of engaging in the business of providing services, and/or consulting as a qualified independent representative (QIR) to municipal special entities as pertaining to their compliance with the Dodd-Frank Wall Street Reform and Consumer Protection Act (Frank-Dodd Act), and for the purpose of transacting any lawful business which may be conducted by a limited liability company organized in the State of Alabama. It shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers as set out in §10-12-4, *Code of Alabama 1975, as amended*.

ARTICLE IV

REGISTERED AGENT/OFFICE

4.01 The location and street address of the initial registered office shall be 8122 Castlehill Road, Birmingham, AL 35242, and its initial registered agent at such address shall be Albert Edward

Bean.

ARTICLE V
MANAGEMENT

5.01 Management. The property, business and affairs of the limited liability company shall be managed by the members.

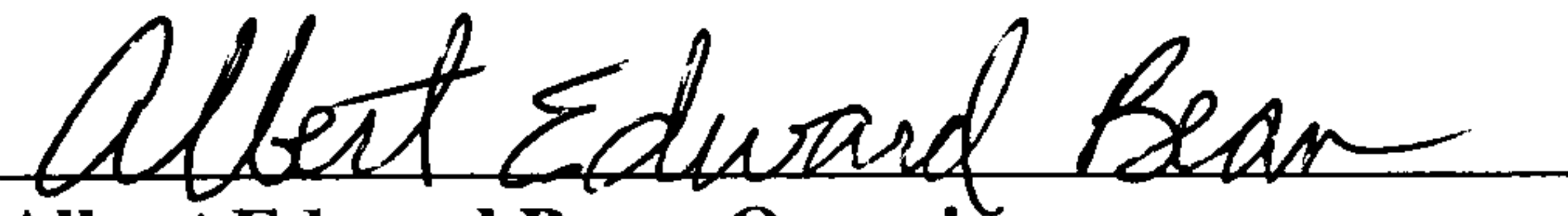
5.02 Names and Addresses. The names and business addresses of the initial members of the limited liability company are:

Albert Edward Bean

8122 Castlehill Road, Birmingham, AL 35242

The membership can be increased in the future if so desired.

IN WITNESS THEREOF, the undersigned members have executed these Articles of Organization, on this, the 23rd day of Sept, 2013.


Albert Edward Bean, Organizer

Jim Bennett
Secretary of State

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

STATE OF ALABAMA

**I, Jim Bennett, 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:

Municipal Energy Advisement Group, LLC

This name reservation is for the exclusive use of Albert Edward Bean, 8122
Castlehill Road, Birmingham, AL 35242 for a period of one year beginning
September 05, 2013 and expiring September 05, 2014



RES635799

**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 05, 2013

Date

Jim Bennett

Secretary of State



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Shelby Cnty Judge of Probate, AL
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