

**ARTICLES OF ORGANIZATION**  
**OF**  
**CHEATHAM, LLC**

**TO: HONORABLE JAMES W. FUHRMEISTER**  
**JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA**

I, the undersigned, **Sandra Cheatham**, being over the age of 19 years, desire to become a **LIMITED LIABILITY COMPANY ("LLC")**, in accordance with the Laws of the State of Alabama §10-12-1, et. seq. (1975), and being the sole member of said LLC and hereby organized, do hereby make, declare, certify, sign and file this Certificate of Organization as follows:

**AMENDMENT I**  
**NAME OF LLC**

The name of the LLC shall be:

**CHEATHAM, LLC**

(Herein referred to as the Company)

**AMENDMENT II**  
**DURATION OF THE COMPANY**

The period of duration for the Company shall be perpetual.

**AMENDMENT III**  
**OBJECTS, PURPOSES AND POWERS**

The objects and purposes to be transacted, promoted and carried on by the Company are to engage in any lawful act or activity for which companies may be organized under the Laws of the State of Alabama; and the powers of the Company shall be those powers granted by the Laws of the State of Alabama; subject to any enlarging or restrictive or other provisions herein contained; and the Company shall have and may exercise, throughout the entire world, these objects, purposes and powers, including but not limited to, the following:

- (a) To engage in the general business OF buying and renting/selling real estate.
- (b) To sue and be sued, complain and defend, in its name.
- (c) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or an interest in it, wherever situated.
- (d) To sell, convey, mortgage, encumber, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (e) To lend money to and otherwise assist its members.
- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interests in or obligations of domestic or foreign limited liability companies, domestic or foreign corporations, associations, general or limited partnerships, or direct or indirect obligations of the United States or of any government, state,

territory, governmental district, or municipality, or of any instrumentality thereof.

- (g) To make contracts, guarantees, and indemnity agreements and incur liabilities; borrow money at those rates of interest as the limited liability Company may determine; issue its notes, bonds, and other obligations; and secure any of its obligations by mortgage, pledge of, or creation of security interest in, all or any of its property, franchises, or income; make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company and of a corporation of which the majority of the outstanding stock is owned, directly or indirectly, by the contracting company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company, or any interest therein, not inconsistent with the provisions of the Constitution of Alabama as may be amended from time to time.
- (h) To lend money for any lawful purpose, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (i) To conduct its business, carry on its operations, and have and exercise the powers granted by this act in any state, territory, district or possession of the United States, or in any foreign country.

- (j) To elect or appoint managers and agents of the limited liability company, and define their duties and fix their compensation.
- (k) To make and alter the operating agreement, not inconsistent with its articles of organization or with the laws of the state, for the administration and regulation of the affairs of the limited liability company.
- (l) To make donations for the public welfare or for charitable, scientific, or educational purposes.
- (m) To transact any lawful business which the managers or members find will be in aid of governmental policy.
- (n) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, and other incentive plans for any and all of its managers, employees, former managers, or former employees.
- (o) To indemnify a member, manager, or employee, or former member, manager, or employee of the limited liability company against expenses actually and reasonable incurred in connection with the defense of an action, suit, or proceeding, civil or criminal, in which the member, manager, or employee is made a party by reason of being or having been a member, manager, or employee of the limited liability company, except in relation to matters as to which the member, manager, or employee is determined in the action, suite, or proceeding to be liable for negligence or misconduct in the performance of duty; to make any other indemnification that is authorized by the articles of organization, the operating agreement, or by a resolution adopted by the members after notice (unless notice is



waived); to purchase and maintain insurance on behalf of any person who is or was a member, manager, or employee of the limited liability company against any liability asserted against and incurred by the member, manager, or employee in any capacity or arising out of the member's, manager's, or employee's status as such, whether or not the limited liability company would have the power to indemnify the member, manager, or employee against that liability under the provisions of this subsection.

- (p) To cease its activities.
- (q) To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized.
- (r) To become a member of a general partnership, limited partnership, joint venture or similar association, or any other limited liability company.
- (s) To carry on any other business in connection with the foregoing.

The Company shall possess all the powers to conduct a business or businesses as hereinabove set out and shall have the right to carry out the business thereof as herein expressed and, in addition thereto, shall have all other rights and authority expressly conferred by the Company by and enumerated in Code of Alabama, §10-12-4, (1975), together with all the powers bestowed upon such Company under the Laws of the State of Alabama, as well as those necessarily implied.

The specific powers and objects herein set out shall be construed as objects and powers in furtherance and not in limitation of the general powers conferred by the Laws of the State of Alabama; and the objects herein specified shall, except where otherwise expressed, be, in no way, limited or restricted by reference or inference from the terms of any particular clause or paragraph hereof, but the objects, purposes and powers specified in each of the clauses and paragraphs hereof

shall be regarded as independent objects, purposes and powers, and shall be construed as objects, purposes and powers, and the enumeration thereof shall not be held to limit or restrict, in any manner, the general or otherwise powers in any wise now or hereafter conferred upon the Company, whether by the Laws of the State of Alabama, or otherwise; and that this Company may do all things necessary and proper for the accomplishment of any of the powers and objects herein enumerated, and shall not be limited or restricted by the foregoing enumerated or specific powers.

#### **AMENDMENT IV LOCATION AND REGISTERED AGENT**

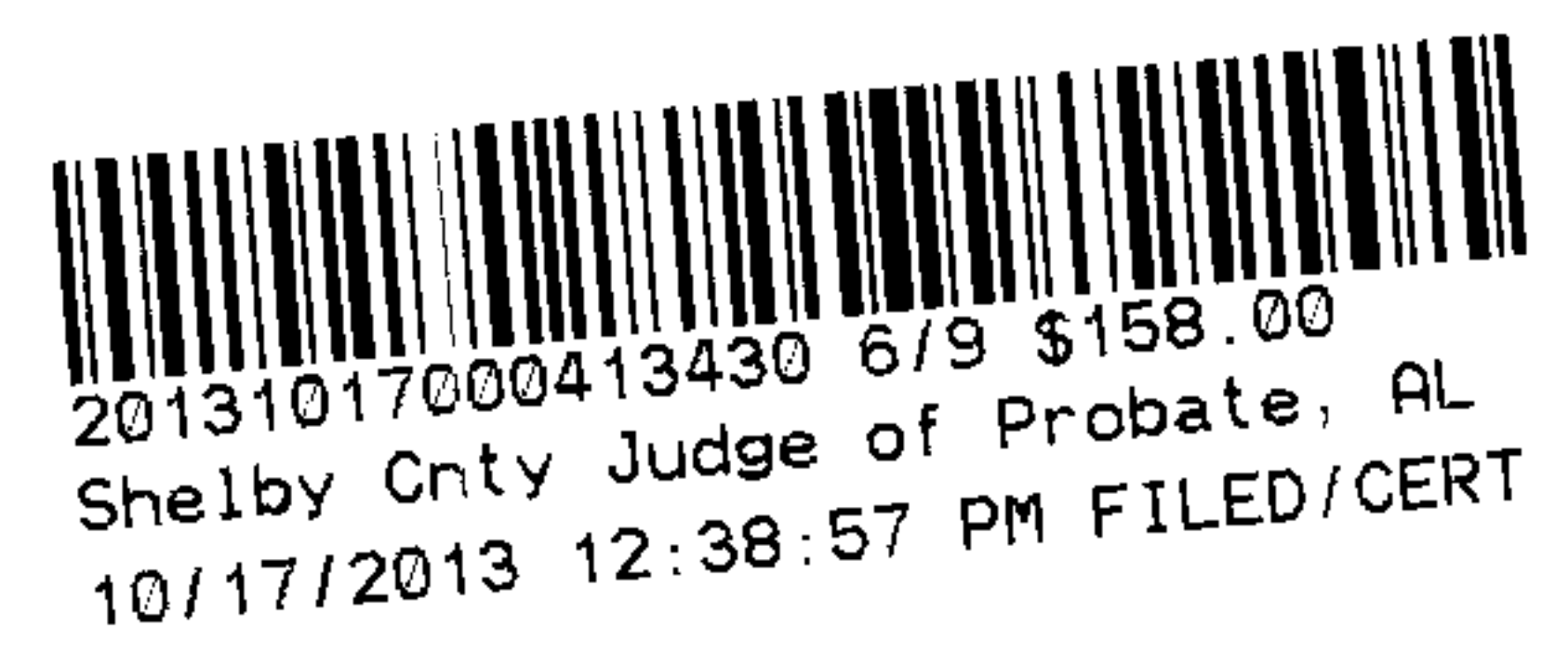
The location of the principal office of the Company shall be **441 Bent Creek Trace, Chelsea, Shelby County, Alabama 35043**; but the right is reserved to and the Company may establish and maintain other offices, agencies, branches, or places of business within or without the State of Alabama as may, from time to time, be necessary or convenient. Pursuant to Code of Alabama, §10-12-10 Subsection (a)(4), (1975), the registered agent of the Company shall be **Sandra Cheatham**, whose business office is identical with the registered office of the Company as hereinabove set out, and whose mailing address is also identical with the registered office of the Company as hereinabove set out.

#### **AMENDMENT V MEMBERS**

The names, social security numbers, addresses and membership percentage of each member of the Company are as follows:

**Sandra Cheatham  
441 Bent Creek Trace  
Chelsea, AL 35043**

**100%  
SSN: xxx-xx- 4865**



**AMENDMENT VI  
MANAGEMENT**

**Sandra Cheatham** is designated as Manager. She shall have the power to manage the business for the Company as set out in Code of Alabama 1975, Section 10-12-22(b). The mailing address for the said Manager is **441 Bent Creek Trace, Chelsea, Alabama 35043**.

**AMENDMENT VII  
ADMISSION OF NEW MEMBERS**

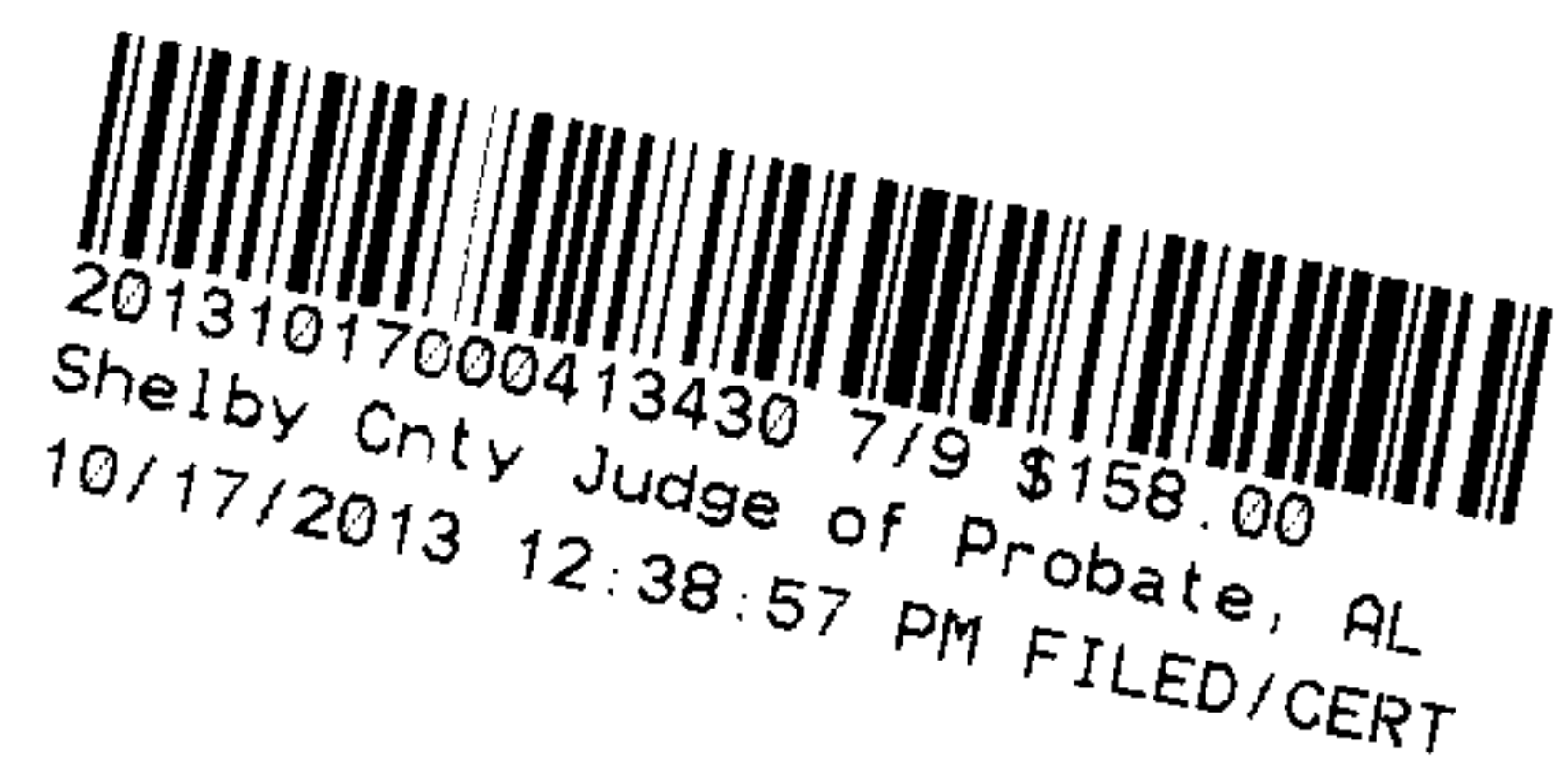
No new members shall be admitted to the Company without the unanimous consent of all current members of the Company.

**AMENDMENT VIII  
DISSOLUTION AND/OR CONTINUITY**

The death, insanity, bankruptcy, retirement, resignation or expulsion of any member will cause a dissolution of the organization. At the occurrence of such event that causes the dissolution, the member's interest in the company shall be determined at Book Value and such member shall be entitled to be compensated by the Company for their interest within 180 days of such event causing dissolution. At the time of the event causing a dissolution there exists at least two (2) remaining members in the Company, then by unanimous consent of the remaining members the Company may continue.

**AMENDMENT IX  
RESTRICTED TRANSFERABILITY OF INTEREST**

No member may transfer their interest in the Company without the unanimous consent of all members of the Company.






## AMENDMENT X

The Company shall have the power to make an Operating Agreement for the operation of the Company and its members. The dates on which meetings are to be held, members' rights and obligations, capital contributions and obligations, allocations and distributions, and other actions of the Company shall be fixed by the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned members have hereunto set their hands and seals to this Articles of Organization on this the 15 day of October, 2013.

 (SEAL)  
Sandra Cheatham

  
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Shelby Cnty Judge of Probate, AL  
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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:

**Cheatham, LLC**

This domestic limited liability company is proposed to be formed in Alabama and  
is for the exclusive use of Sandra Cheatham, 441 Bent Creek Trc, Chealsea, AL  
35043 for a period of one hundred twenty days beginning July 22, 2013 and  
expiring November 20, 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.**

July 22, 2013

**Date**



**Beth Chapman**

**Secretary of State**