

## ARTICLES OF ORGANIZATION

OF

### BERG PROPERTIES, LLC

Pursuant to the provisions of Sections 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

#### ARTICLE I

##### Name

The name of the limited liability company is **Berg Properties, LLC** (the Company").

#### ARTICLE II

##### Duration

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act") or the Company Operating Agreement.

#### ARTICLE III

##### Purposes

The purposes for which the Company is formed are:

- (a) To engage in any lawful act or activity for which limited liability companies may be organized pursuant to the Act.

#### ARTICLE IV

##### Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be, **2084 Valleydale Road, Birmingham, AL 35244** and its registered agent at such address shall be **Michael McMullen**.

## ARTICLE V

### Initial Member; Organizer

The name and address of the initial members are:

Joseph Berg  
6 Greta Street  
Tel Aviv, Israel 63465

The name and address of the Organizer is:

Michael McMullen  
2084 Valleydale Road  
Birmingham, AL 35244

## ARTICLE VI

### Admission of Additional Members

Additional Members may only be admitted upon the consent of the Majority of Members of the Company.

## ARTICLE VII

### Continuation of Business

The cessation of membership of one (1) or more of the Members will not result in the dissolution of the Company.

## ARTICLE VIII

### Manager Managed

The management of the Company is invested with the Manager, and he shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement. The name and address of the Manager of the Company, and who shall serve until his successor is elected and begins serving is Michael McMullen, whose address is 2084 Valleydale Road, Birmingham, AL 35244.

IN WITNESS WHEREOF, these Articles have been subscribed as of February 3rd, 2014, by the undersigned Organizer who affirms that the statements made herein are true under the penalties of perjury.

ORGANIZER:



Michael McMullen

This document prepared by:

J. Allston Macon, III  
J. Allston Macon, III, P.C.  
2084 Valleydale Road  
Birmingham, Alabama 35244

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:

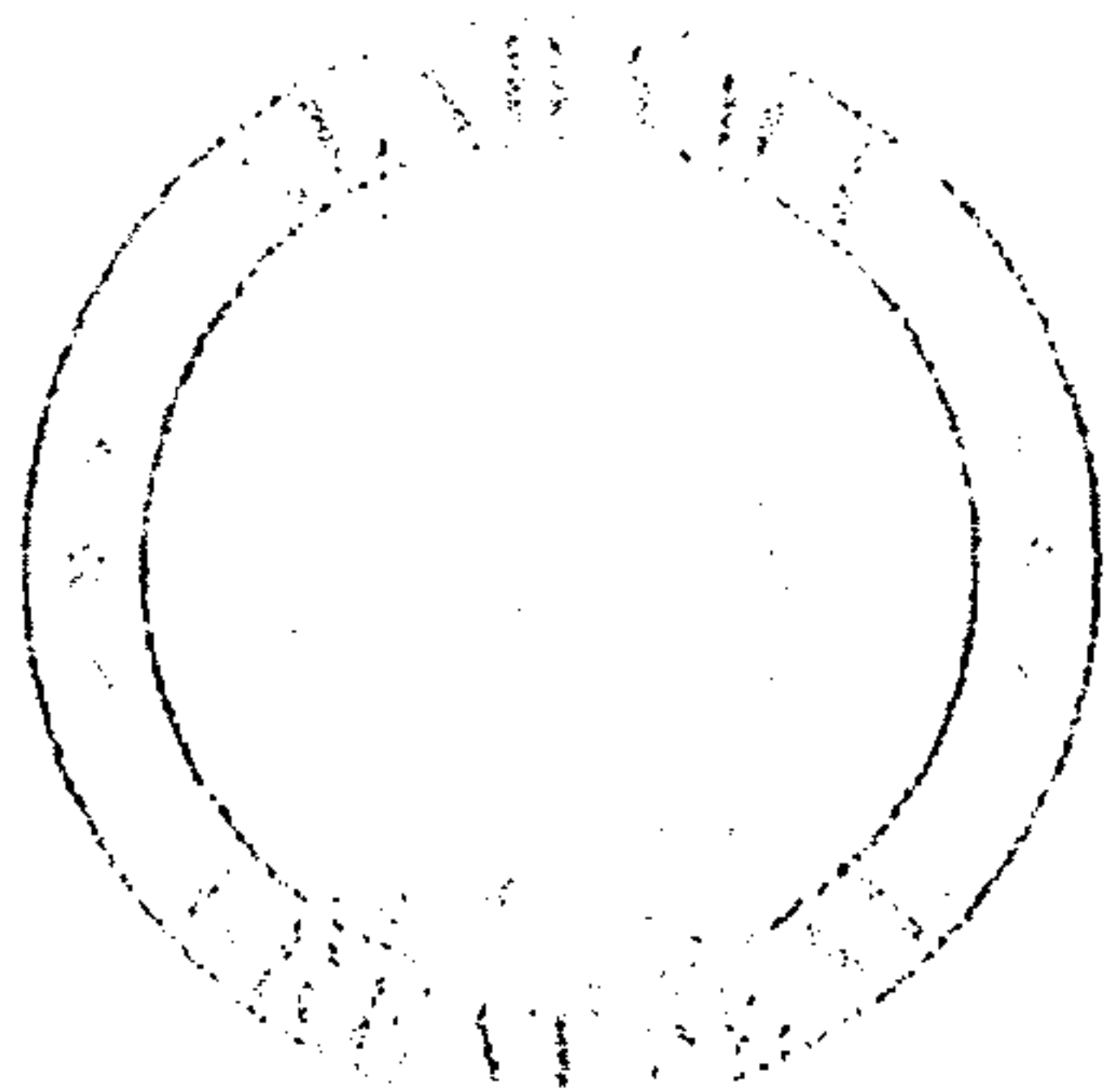
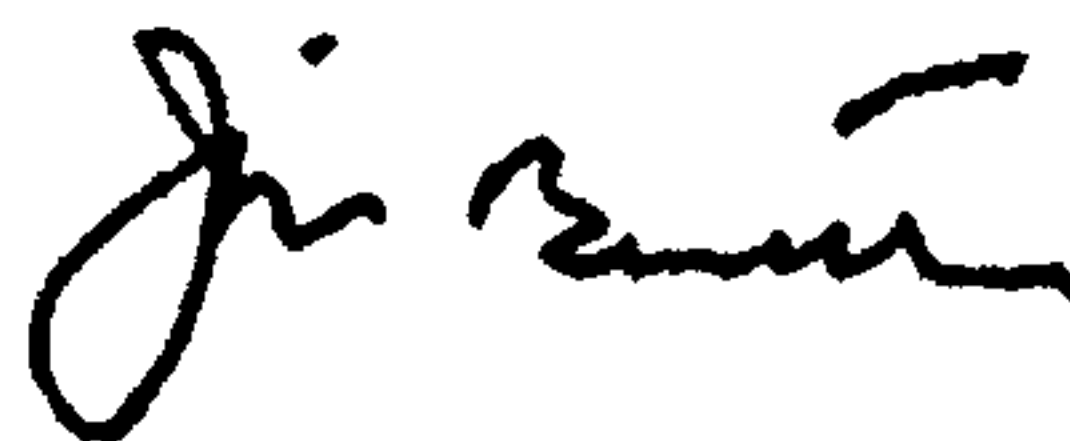
**Berg Properties. LLC**

This name reservation is for the exclusive use of Michael McMullen, 2084 Valleydale Road, Birmingham, AL 35244 for a period of one year beginning December 16, 2013 and expiring December 16, 2014

**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.**

December 16, 2013

Date



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**Jim Bennett**

**Secretary of State**

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Shelby Cnty Judge of Probate, AL  
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