

**STATE OF ALABAMA
SHELBY COUNTY**


20140417000112130 1/5 \$158.00
Shelby Cnty Judge of Probate, AL
04/17/2014 12:12:47 PM FILED/CERT

ARTICLES OF ORGANIZATION

Pursuant to the Alabama Limited Liability Company Act, the undersigned
Hereby adopts the following Articles of Organization.

ARTICLE ONE

NAME

The name of the limited liability company shall be
Compass Home Builders LLC

ARTICLE TWO

DURATION

The period of duration of the limited liability company shall be perpetual, except
as otherwise provided herein.

ARTICLE THREE

PURPOSES

The Limited Liability Company has been organized for the purpose of engaging
in a business to own, operate, construct, modify and manage real property and for the
further purpose of transacting any or all lawful business for which limited liability
companies may be formed under the Alabama Limited Liabilities Act, as from time to
time amended.

ARTICLE FOUR

Registered Office & Agent

The street address of the registered office is: 274 Autumn Ridge, Columbiana,
Alabama, 35051. The name of the registered agent at that office is: Tammy Downard.

ARTICLE FIVE

Membership

A. Initial Membership : The names and addresses of the initial members are:

Shawn A. McNaron 685 Pleasant Hills Rd., Odenville, Al 35120

David T. Downard 274 Autumn Ridge, Columbiana, Al 35051

B. Additional Members: Additional members may be admitted upon approval by members holding at least eighty-five percent (85%) of the membership interests in accordance with such other terms, conditions and procedures as may be imposed from time to time in the Operating Agreement of the Limited Liability Company.

ARTICLE SIX

Continuation of Business

Upon the occurrence of an event of dissociation, which results in one or more members being terminated from membership, the remaining members shall have the right to continue the business of the limited liability company upon the affirmative vote by the members holding at least eighty-five percent (85%) of the membership interests: provided, however, that there shall at all times be not less than two members of the limited liability company.

ARTICLE SEVEN

MANAGEMENT

The management of the limited liability company shall be vested in a manager. The name and address of the person(s) who shall serve as manager until the first annual meeting of the members or until his successor is elected and qualified is:

Shawn A. McNaron 685 Pleasant Hills Rd., Odenville, Al 35120

David T. Downard 274 Autumn Ridge, Columbiana, Al 35051

ARTICLE EIGHT

POWERS

The limited liability company shall have all powers given to limited liability companies by the Alabama Limited Liability Company Act and such other acts or laws as may be applicable to limited liability companies in the State of Alabama and such other jurisdictions in which this limited liability company may be doing business.



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ARTICLE NINE
POWER OF ATTORNEY

Each member, including new members who may be admitted from time to time hereafter, by the execution of these Articles of Organization, or an amendment hereto, irrevocably constitutes and appoints the manager of this limited liability company as his true and lawful attorney-in-fact with full power and authority in his name, place and stead to execute, acknowledge, deliver, swear to, file and record at the appropriate public offices, such documents as may be necessary or appropriate to carry out the provisions of these Articles of Organization and the Operating Agreement of this limited liability company, including but not limited to:

(a) All certificates and other instruments (including counterparts to this Agreement), and any amendment thereof that the manager deems appropriate to form, quality or continue the company as a limited liability company in the jurisdictions in which the company may conduct business or in which such formation, qualification, or continuation is , in the opinion of the manager, necessary to protect the limited liability of the members.

(b) All amendments of the Articles of Organization adopted in accordance with the terms hereof (but not by a vote using the power of attorney) and all instruments that the manager deems appropriate to reflect a change or modification in accordance with the terms of these Articles of Organization or the Operating Agreement, including documents concerning the admission of additional members pursuant to Article Five hereof.

(c) All conveyances and other instruments that the manager deems appropriate to reflect the dissolution and termination of the company.

This power of attorney may be exercised by any manager, acting alone, for each member, or by listing all of the members and executing any instrument with a single signature of any manager as attorney-in-fact for all of them.

This appointment by all members of the manager as attorney-in-fact shall be deemed to be a power coupled with an interest, in recognition of the fact that each member under these Articles of Organization shall be relying upon the power of the manager to act as contemplated by these Articles of Organization and the Operating Agreement and any filing in any other action on behalf of the company, and shall survive the incapacity of any person hereby giving the power and the transfer or assignment of this interest. The foregoing power of attorney of a member shall survive each transfer only until such time as the transferee shall have been admitted to the company as a new member and all documents and instruments shall have been executed, filed, and recorded to effect a substitution of membership.

IN WITNESS THEROF, the undersigned members executed these

Articles of Organization on this the 16th day of April, 2014

MEMBERS:

Shawn A. McNaron
Shawn A. McNaron

David T. Downard
David T. Downard

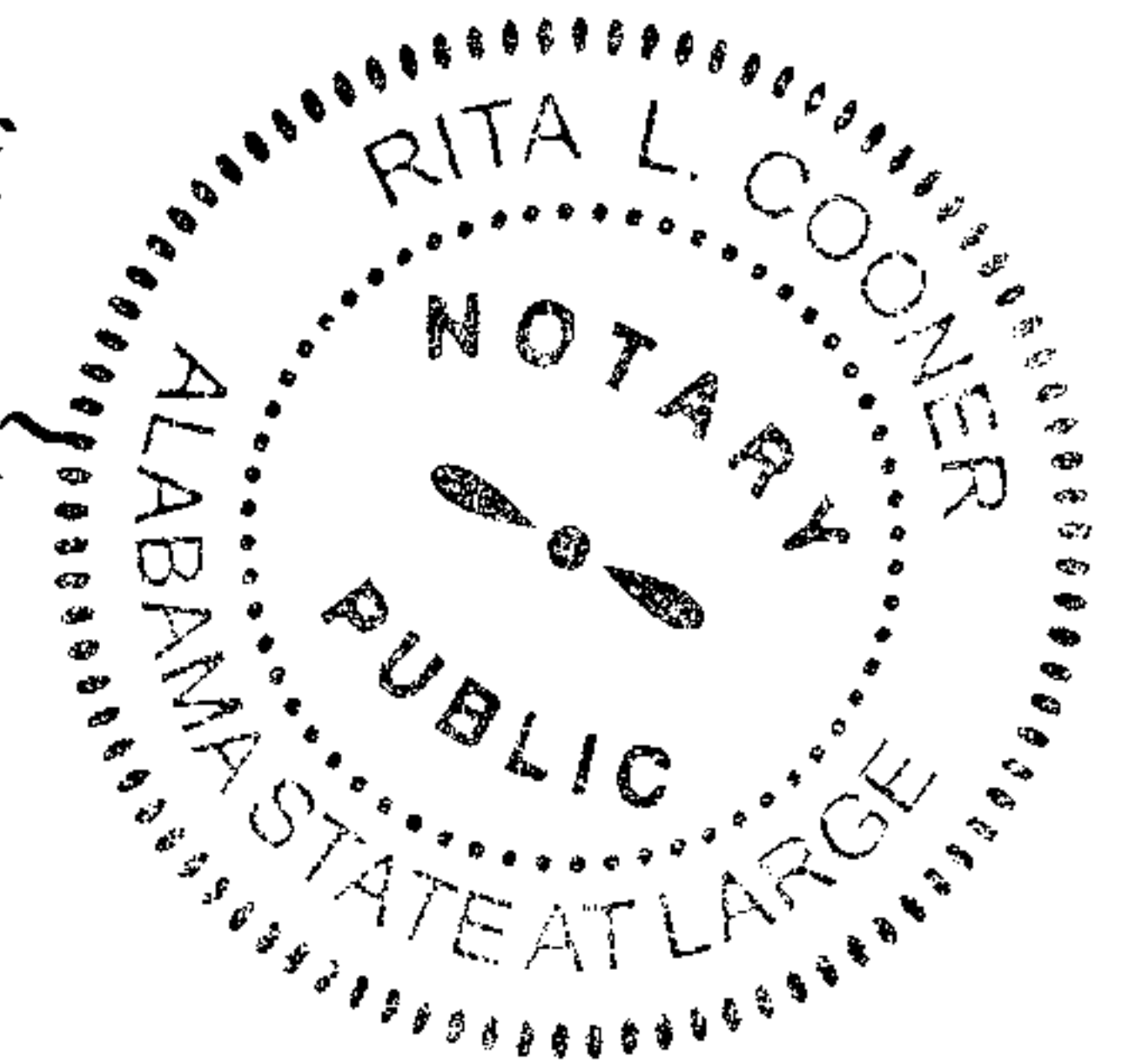
STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that SHAWN A. McNARON, whose name is signed to the foregoing instrument, and whom is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 16th day of April 2014

Rita L. Cooner
NOTARY PUBLIC

My Commission expires:
7/27/14



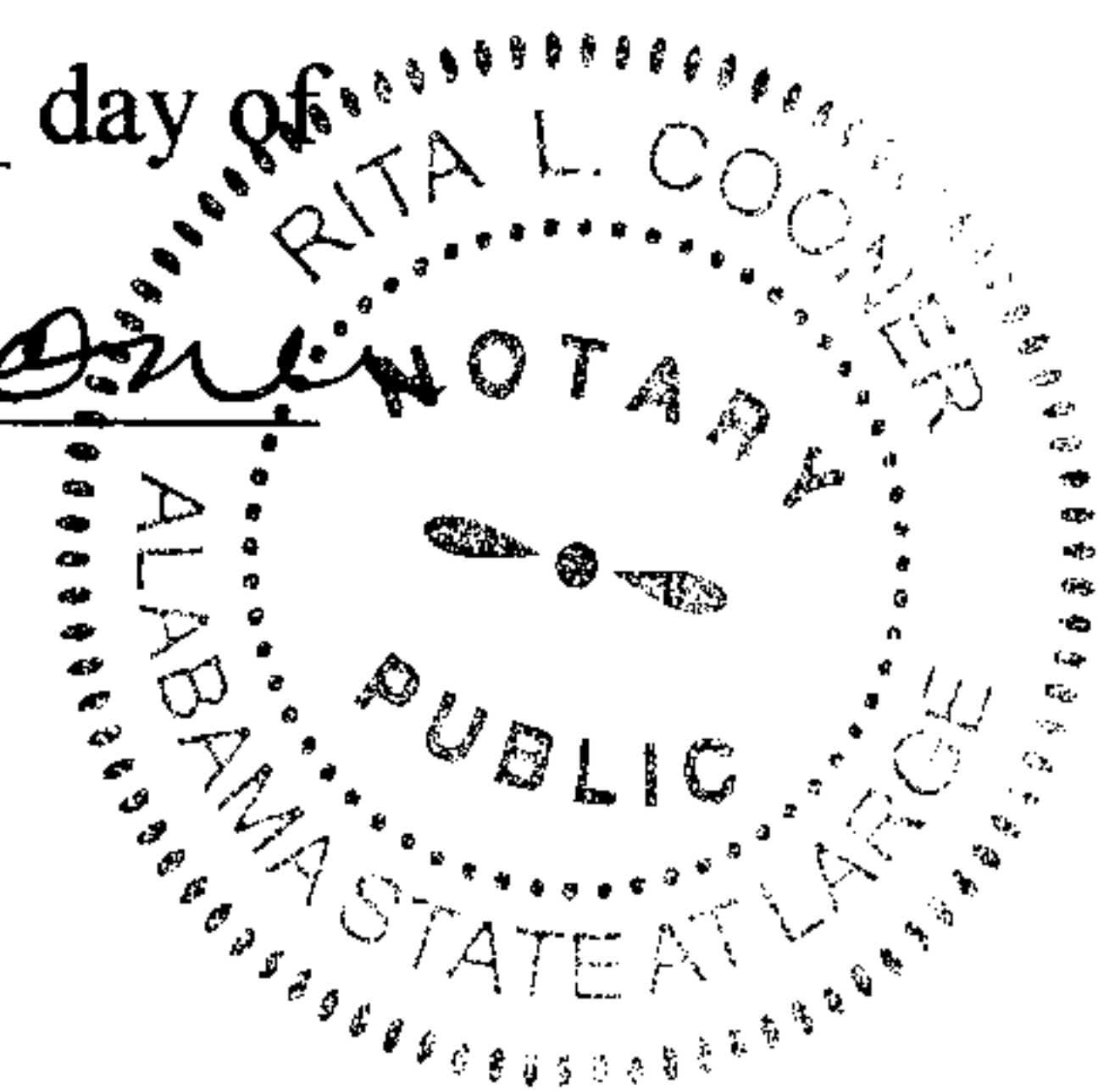
STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that DAVID T. DOWNARD, whose name is signed to the foregoing instrument, and whom is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 16th day of April 2014

Rita L. Cooner
NOTARY PUBLIC

My Commission expires:
7/27/14



This Document prepared by:
Tammy Downard

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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:

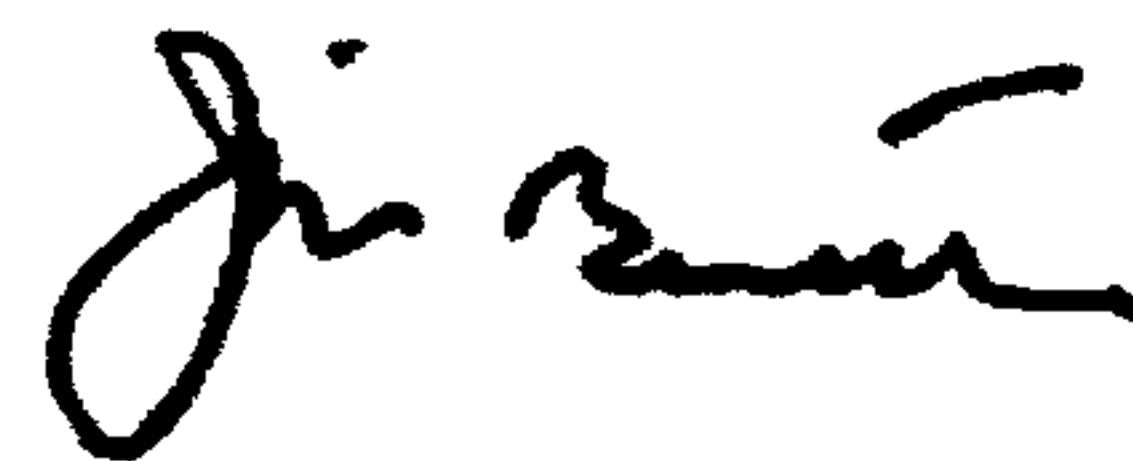
Compass Home Builders LLC

This name reservation is for the exclusive use of Tammy Downard, 274 Autumn
Ridge, Columbiana, AL 35051 for a period of one year beginning April 14, 2014
and expiring April 14, 2015

**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.**

April 14, 2014

Date



RES654791

Jim Bennett

Secretary of State


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