

This instrument was prepared by:
Clayton T. Sweeney,
Attorney At Law
2700 Highway 280 E Suite 160
Birmingham, Alabama 35223

ARTICLES OF ORGANIZATION
OF
ACTON HOLDINGS, LLC

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Law (hereinafter referred to as "the Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company ("Company") is:

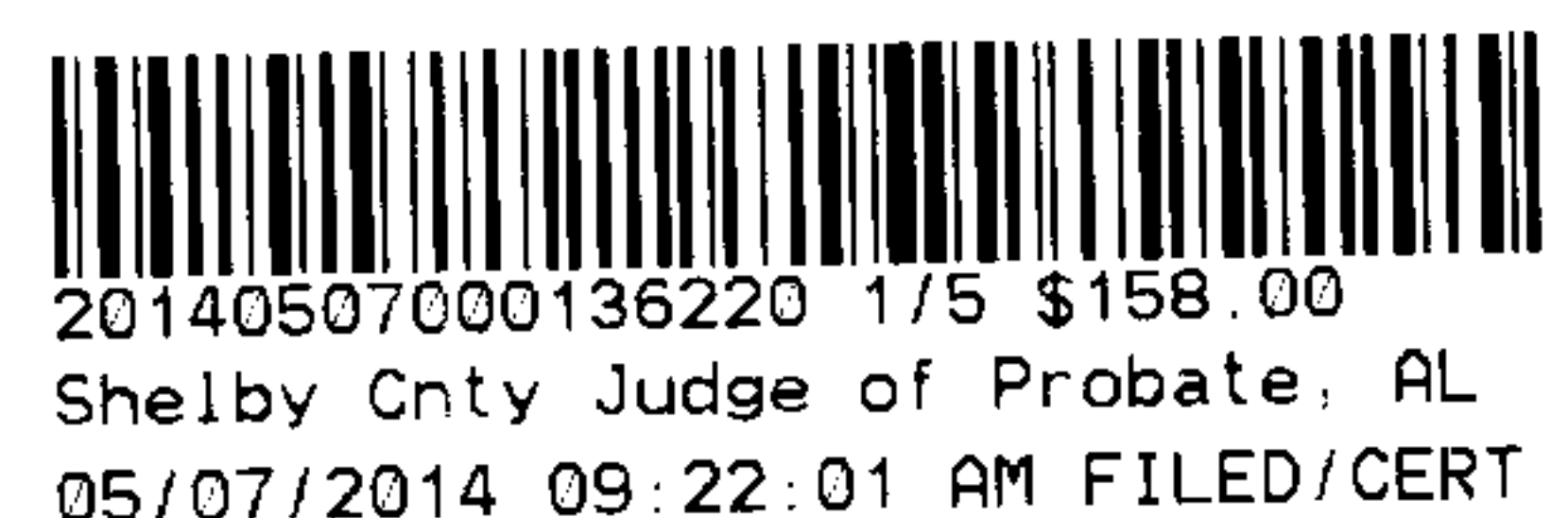
ACTON HOLDINGS, LLC

ARTICLE II

DURATION

The period of duration for the Company shall be from the date of filing these Articles of Organization with the Office of the Judge of Shelby County, Alabama (the "Filing Date"), until the earliest to occur of the following:

- (1) The fiftieth (50th) anniversary of the Filing Date;
- (2) Dissolution of the Company by the unanimous written agreement of the Members; or



(3) The occurrence of an event which under the Act constitutes an event of dissociation or otherwise works a termination of the Company under the Act, unless the legal existence and business of the Company are continued pursuant to Article VII below.

ARTICLE III

PURPOSES

The Company has been organized for the following purposes:

(1) To remodel, restore, rehabilitate, reconstruct, repair, and construct residential dwellings and other structures which have been damaged by fire, water or wind or other perils, construct residential dwellings, purchase land and dwellings and buildings and real estate, the sale of real estate for the Company; the ownership and development of real estate; to purchase, sell, lease, manage, develop, own, operate and construct improvements to or on real property and to conduct such activities that are necessary or incidental to such purposes.

(2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

ARTICLE IV

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The location and mailing address of the initial registered office of the Company is 3009 River Brook Lane, Birmingham, AL 35242 and the name of the initial registered agent of the Company at such address is WILLIAM DAVID ACTON.

ARTICLE V

INITIAL MEMBERS

The names and mailing addresses of the initial members of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
David Acton Building Corp.	3009 River Brook Lane Birmingham, Alabama 35242
Jordan Huffstetler	141 Sheffield Lane Birmingham, AL 35242

ARTICLE VI

ORGANIZERS

The names and mailing addresses of the organizers of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
William David Acton	3009 River Brook Lane Birmingham, Alabama 35242
Jordan Huffstetler	141 Sheffield Lane Birmingham, AL 35242

ARTICLE VII

ADMISSION OF NEW MEMBERS

Members of the Company shall have the right to admit new members from time to time. Additional members may be admitted only upon the unanimous written consent of the existing members, and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

ARTICLE VIII

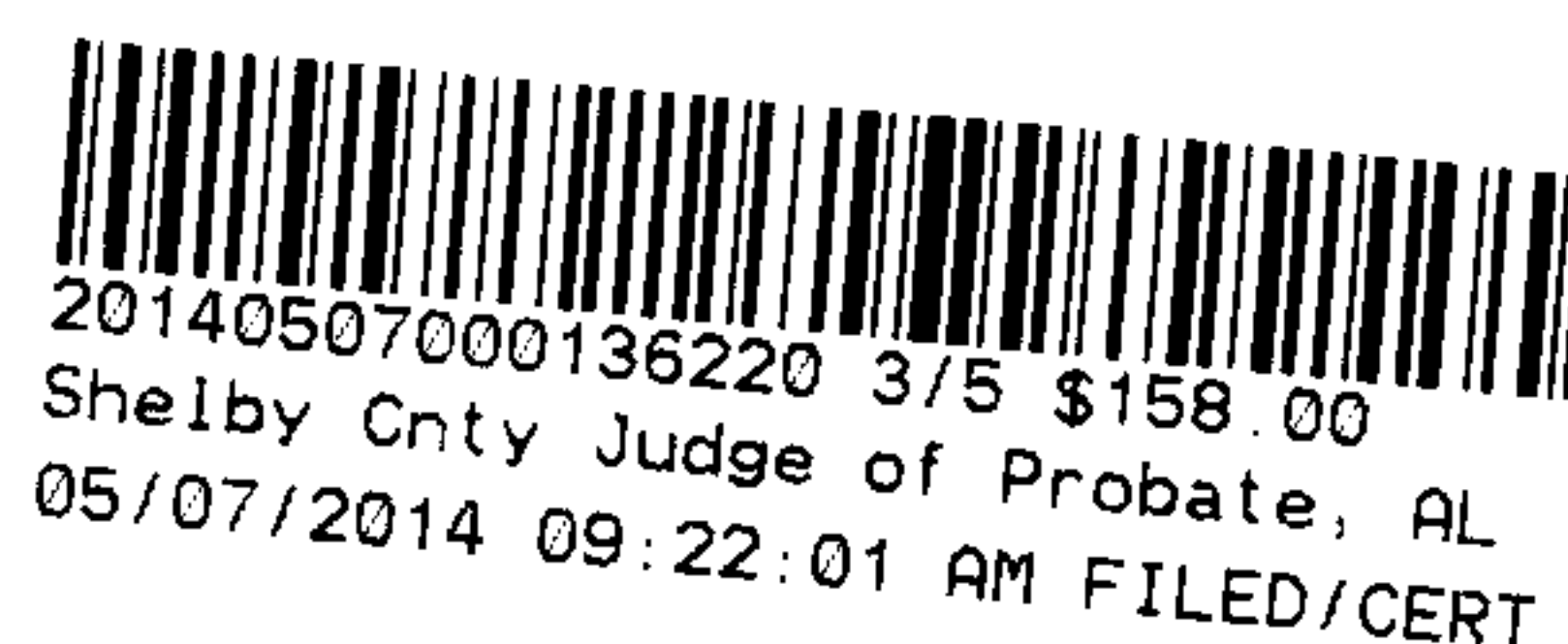
CONTINUATION OF BUSINESS

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE IX

MANAGEMENT

The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.



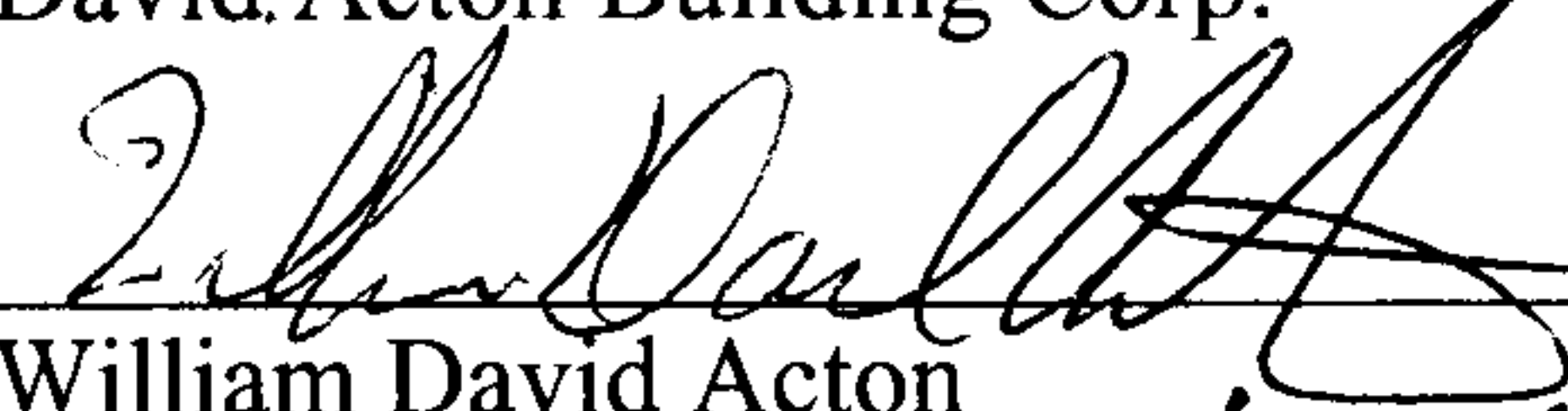
ARTICLE X

POWERS

The Company 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 set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

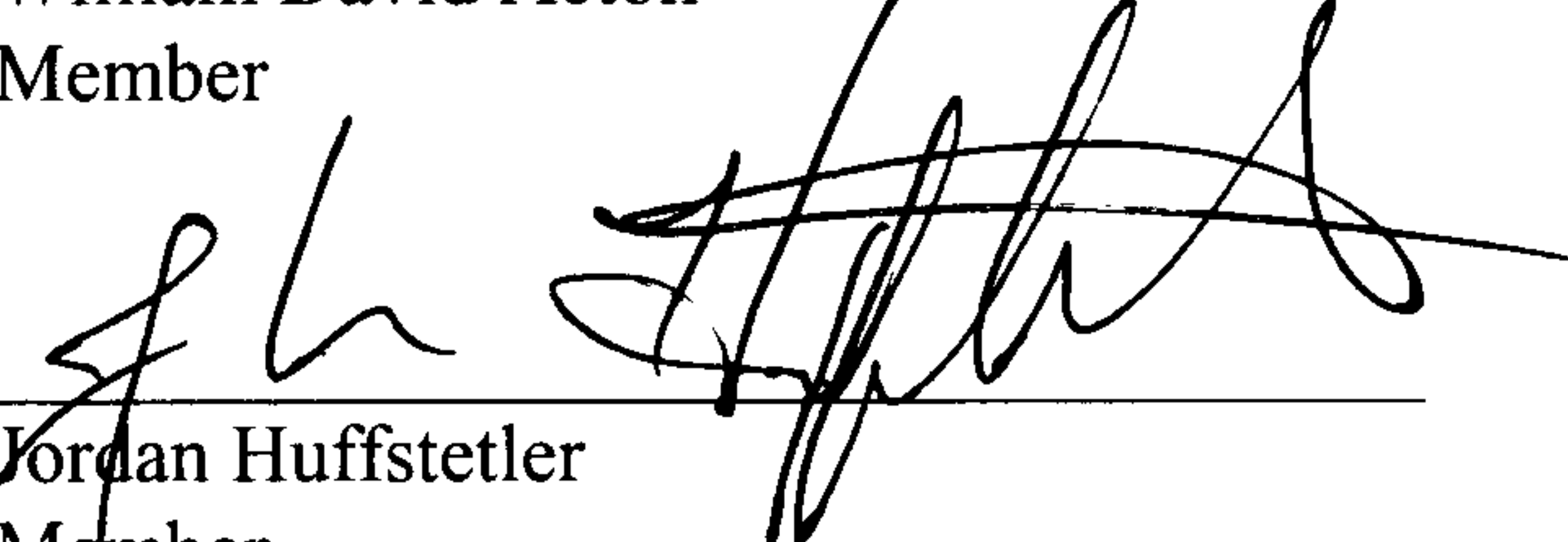
IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization on this the 28 day of March, 2014.

David Acton Building Corp.



William David Acton

Member



Jordan Huffstetler

Member


20140507000136220 4/5 \$158.00
Shelby Cnty Judge of Probate, AL
05/07/2014 09:22:01 AM FILED/CERT

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:

Acton Holdings, LLC

This name reservation is for the exclusive use of Clayton T. Sweeney, 2700
Highway 280 East Suite 160, Birmingham, AL 35223 for a period of one year
beginning March 14, 2014 and expiring March 14, 2015



20140507000136220 5/5 \$158.00
Shelby Cnty Judge of Probate, AL
05/07/2014 09:22:01 AM FILED/CERT

**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.**

March 14, 2014

Date

RES651905

Jim Bennett

Secretary of State