

This Instrument Prepared By:
Joseph W. Strickland
GLOOR, STRICKLAND & HAGGERTY, LLP
100 Williamsburg Office Park, Suite 100
Birmingham, Alabama 35205

STATE OF ALABAMA)

SHELBY COUNTY)


20140519000150960 1/6 \$158.00
Shelby Cnty Judge of Probate, AL
05/19/2014 04:23:25 PM FILED/CERT

**ARTICLES OF ORGANIZATION
OF
HARVEY RENTALS, LLC**

The undersigned, acting as organizers under the Alabama Limited Liability Company Act, Code of Alabama, Title 10, Chapter 12 (1975), as the same may be amended from time to time, hereby adopt the following Articles of Organization for **HARVEY RENTALS, LLC** (the “limited liability company”):

**ARTICLE ONE
NAME**

The name of the limited liability company is **HARVEY RENTALS, LLC**.

**ARTICLE TWO
PERIOD OF DURATION**

The limited liability company shall continue in existence until dissolved in accordance with the provisions of the limited liability company’s operating agreement, or, if there is no provision in an operating agreement of the limited liability company governing dissolution of the limited liability company, then in accordance with the provisions of the Alabama Limited Liability Company Act.

**ARTICLE THREE
PURPOSE**

The business of the limited liability company shall be to engage in the management and rental of residential and commercial real property.

**ARTICLE FOUR
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The mailing address of the initial registered office, and the name of the initial registered agent of the limited liability company are as follows:

Diana I. Carlisle
130 Cliff Road
Sterritt, AL 35147

**ARTICLE FIVE
ORGANIZERS**

The names and addresses of the organizers of the limited liability company are as follows:

NAME:

ADDRESS:

Diana I. Carlisle

130 Cliff Road
Sterritt, AL 35147

Linda A. Manasco

4581 South Shades Crest Road
Helena, AL 35022



20140519000150960 2/6 \$158.00
Shelby Cnty Judge of Probate, AL
05/19/2014 04:23:25 PM FILED/CERT

ARTICLE SIX INITIAL MEMBERS

The names and mailing addresses of the initial members of the limited liability company are:

NAME:

ADDRESS:

Diana I. Carlisle

130 Cliff Road
Sterritt, AL 35147

Linda A. Manasco

4581 South Shades Crest Road
Helena, AL 35022

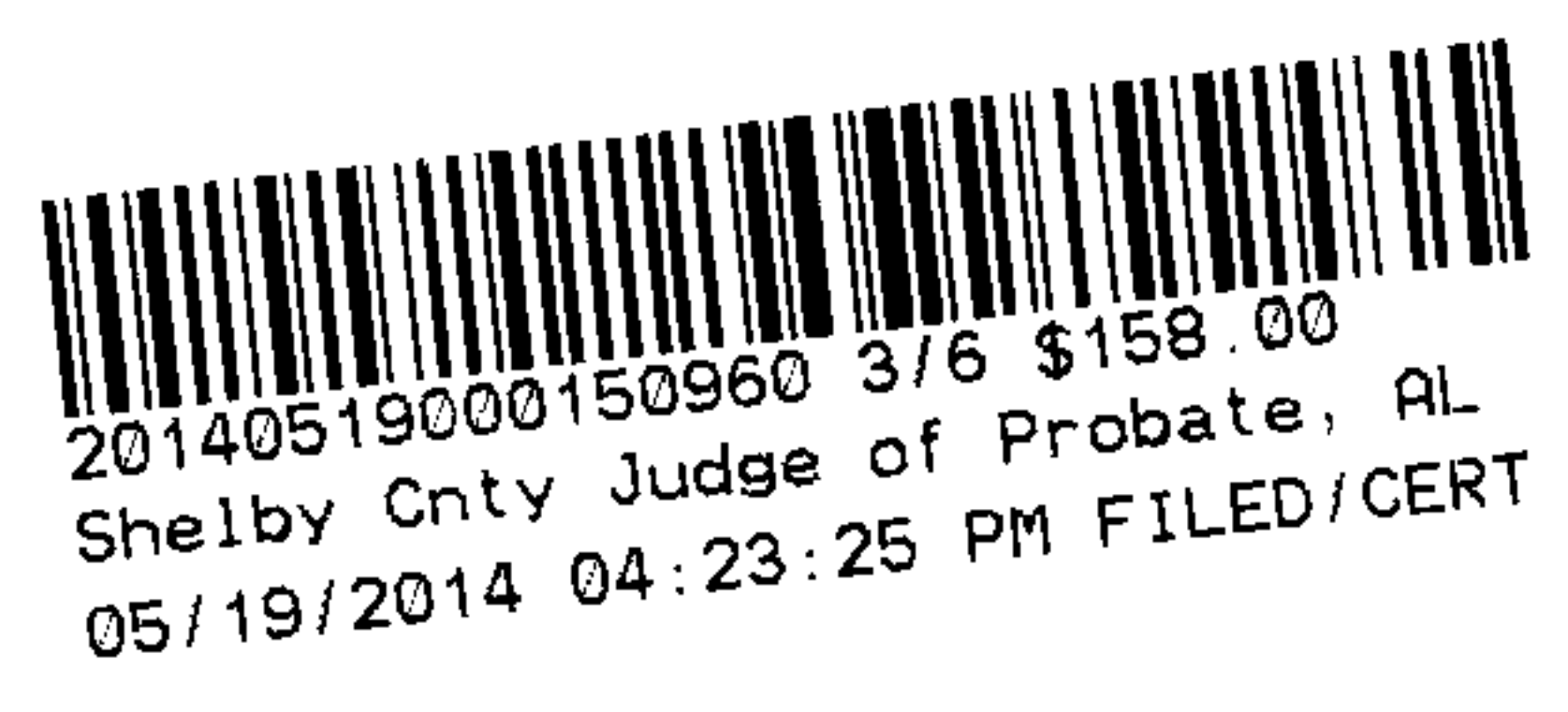
ARTICLE SEVEN ADDITIONAL MEMBERS

Additional members may be admitted in accordance with the terms of the limited liability company's operating agreement, if any. If the limited liability company does not have an operating agreement that provides for the admission of additional members, additional members may be admitted with the written consent of all members at such times and upon such terms and conditions as may be mutually agreed upon by the members and the person desiring to become a member.

ARTICLE EIGHT CONTINUATION OF THE BUSINESS

In the event there are no remaining members, and except as otherwise provided in the limited liability company's operating agreement, if any, the limited liability company shall be dissolved and its affairs shall be wound up unless:

- (a) the holders of all of the financial rights in the limited liability company agree in writing within ninety (90) days after the cessation of membership of the last member, to continue the legal existence and business of the limited liability company and to appoint one or more new members;
- or



(b) The legal existence and business of the limited liability company is continued and one or more new members are appointed in the manner stated in an operating agreement of the limited liability company.

For the purpose of this Article, all of the financial rights owners means interests of one or more remaining financial rights owners which, when taken together, own one hundred percent (100%) of the capital interests and one hundred percent (100%) of the profits interests of the remaining financial rights owners.

ARTICLE NINE MANAGEMENT

The management of the Company is vested in its members. Subject to any provisions in the operating agreement of the limited liability company, or the provisions of the Alabama Limited Liability Company Act restricting or enlarging the management rights and duties of any person or group or class of persons, the members shall have the right and authority to manage the business or affairs of the limited liability company and to make all decisions with respect thereto.

ARTICLE TEN AMENDMENT OF ARTICLES OF ORGANIZATION

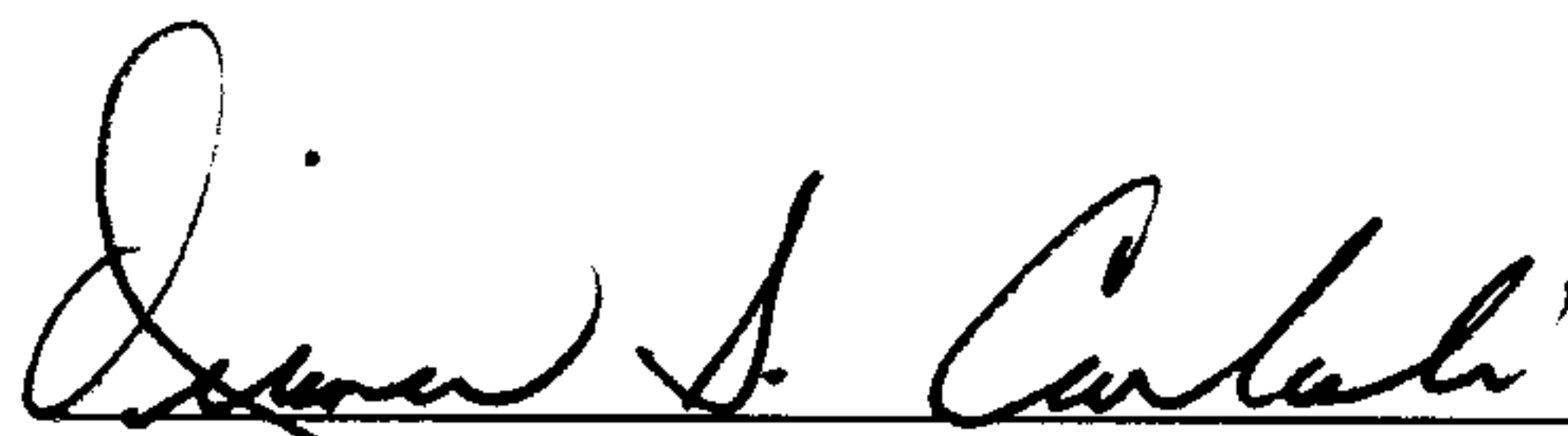
These Articles of Organization may be amended only by the vote or written consent of the members of the limited liability company, owning a majority (*i.e.*, greater than fifty percent (50%)) of the percentage interests of all members. For purposes of this Article Ten, percentage interests of financial rights owners of the limited liability company shall not be taken into account in determining a majority of the percentage interests of the members. In the event that there are two (2) members of the limited liability company, then these Articles of Organization may only be amended by a unanimous vote of the two members.

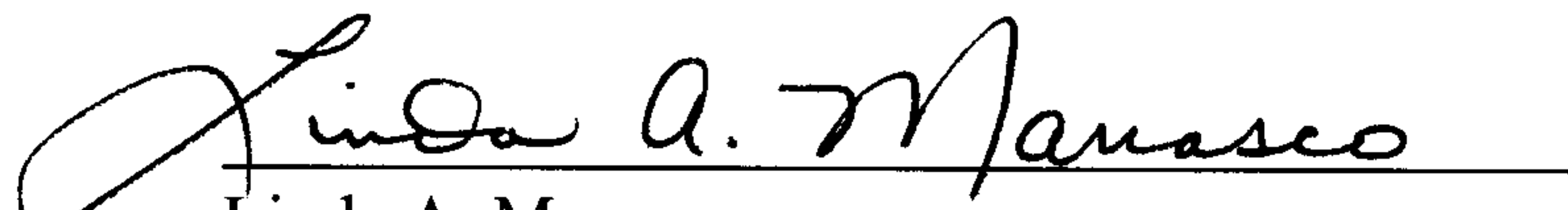

20140519000150960 4/6 \$158.00
Shelby Cnty Judge of Probate, AL
05/19/2014 04:23:25 PM FILED/CERT

ARTICLE ELEVEN
INCORPORATION OF PROVISIONS OF OPERATING AGREEMENT

The provisions of the limited liability company's operating agreement, if any, are incorporated herein by reference as though fully set forth herein.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization as the organizers, as of the 16th day of May, 2014, and affirm that the facts herein are true under penalties for perjury prescribed by Code of Alabama, Section 13A-10-103 (1975) or its successor.


Diana I. Carlisle


Linda A. Manasco


20140519000150960 5/6 \$158.00
Shelby Cnty Judge of Probate, AL
05/19/2014 04:23:25 PM FILED/CERT

Jim Bennett
Secretary of State

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

STATE OF ALABAMA

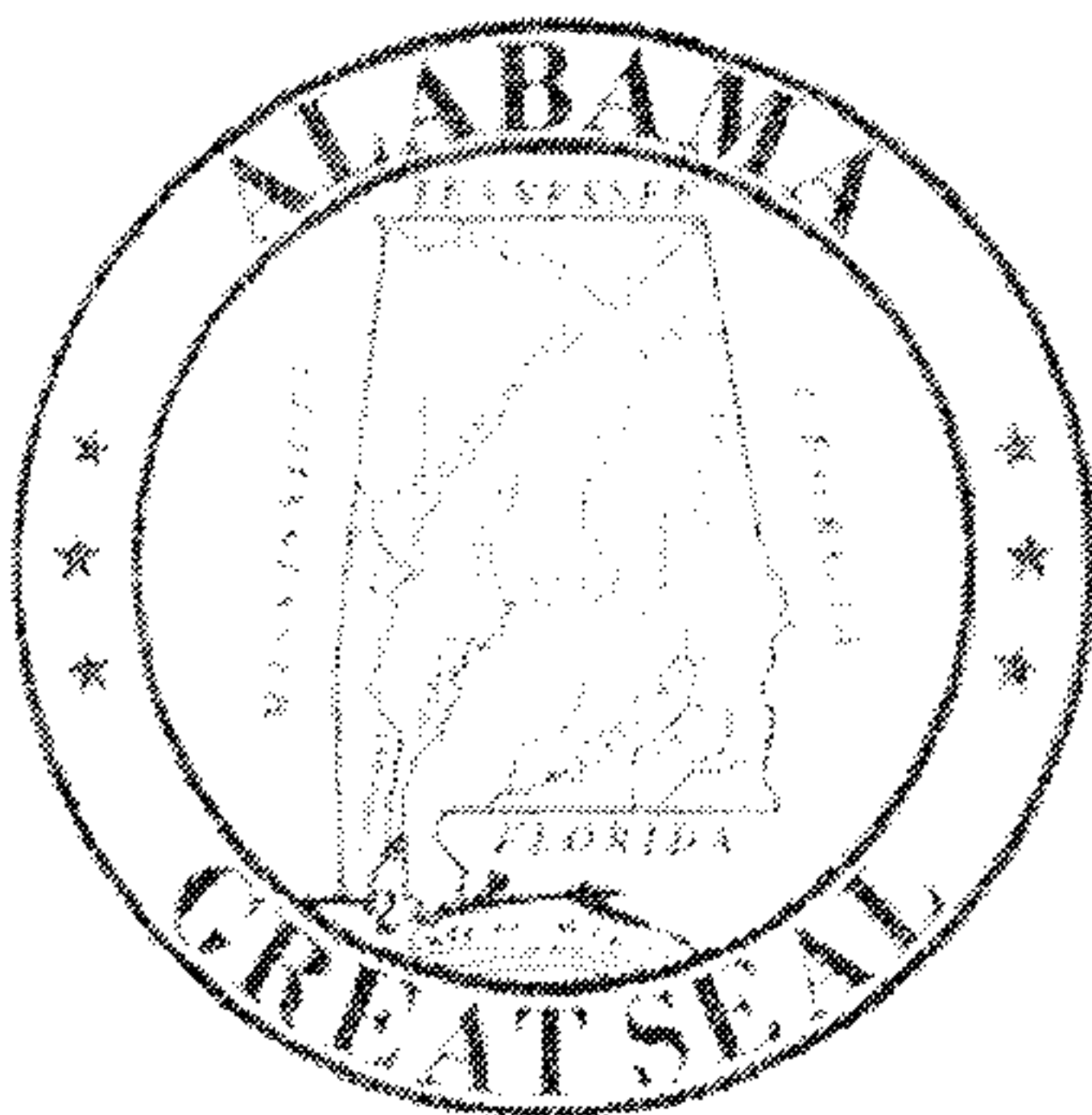
**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

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:

Harvey Rentals, LLC

This name reservation is for the exclusive use of Joseph W. Strickland, 100
Williamsburg Office Park Ste 100, Vestavia Hills, AL 35216 for a period of one
year beginning May 16, 2014 and expiring May 16, 2015

20140519000150960 6/6 \$158.00
Shelby Cnty Judge of Probate, AL
05/19/2014 04:23:25 PM FILED/CERT



RES657757

**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.**

May 16, 2014

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett", written over a horizontal line.

Jim Bennett

Secretary of State