

STATE OF ALABAMA        )

SHELBY COUNTY            )

**ARTICLES OF ORGANIZATION  
OF  
KELLY CREEK FARM, LLC**

The undersigned, desiring to form a limited liability company pursuant to the laws of the State of Alabama, certifies as follows:

1.     **Name.**   The name of the entity is Kelly Creek Farm, LLC (the “Company”).
2.     **Type of Entity.**   The type of entity being formed is a limited liability company.
3.     **Duration.**   The existence of the Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and its duration shall be perpetual; provided, however, that the Company shall be dissolved (a) upon the written consent of all of the members, (b) as provided in the Operating Agreement of the Company, or (c) as may be required by the Alabama Limited Liability Company Law.
4.     **Purpose.**   The Company may engage in any business permitted under the Alabama Limited Liability Company Law and the laws of any jurisdiction in which the Company may do business. The business conducted by the Company shall consist primarily of ownership and management of real property. The Company shall have the power and authority to do all things necessary or convenient to accomplish its purposes and operate its business as described in its Operating Agreement. The authority granted to the Managers under the Operating Agreement to bind the Company shall be limited to actions necessary or convenient to this business. The Company is organized to make a profit and to provide a means for the equity owners to become knowledgeable of, manage, and preserve the Company property. Through its organization and operation, the Company seeks to accomplish the following: (a) maintain control of Company property; (b) consolidate fractional interests in Company property; (c) establish a method by which gifts can be made without fractionalizing assets; (d) continue the ownership of Company property and restrict the right of others to acquire interests in Company property; (e) provide protection to Company property from future claims against equity owners to the extent permitted by law; (f) prevent the transfer of an equity owner’s interest in the Company as a result of a failed marriage; (g) provide flexibility in business planning not available through trusts, corporations, or other business entities; (h) facilitate the administration and reduce the cost associated with the disability or probate of the estate of equity owners; and (i) promote the equity owners' knowledge of and communication about Company property.

5. **Registered Agent and Registered Office.** The location and mailing address of the initial registered office and the name of the initial registered agent at said address are as follows:

<u>Registered Agent</u>	<u>Location and Mailing Address of Registered Office</u>
Dana M. Whitlock	234 Cahaba Oaks Trail Indian Springs, Alabama 35124

6. **Initial Member.** The name and mailing address of the initial member of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
Dana M. Whitlock	234 Cahaba Oaks Trail Indian Springs, Alabama 35124

7. **Admission of Additional or Substitute Members.** No person may be admitted as an additional or substitute member without the written consent of the managers and all members holding Class A Units.

8. **Initial Manager.** The Company shall be managed by a manager. The name and mailing address of the initial manager, who shall serve as manager until a successor is elected and qualified, are as follows:

<u>Name</u>	<u>Mailing Address</u>
Dana M. Whitlock	234 Cahaba Oaks Trail Indian Springs, Alabama 35124

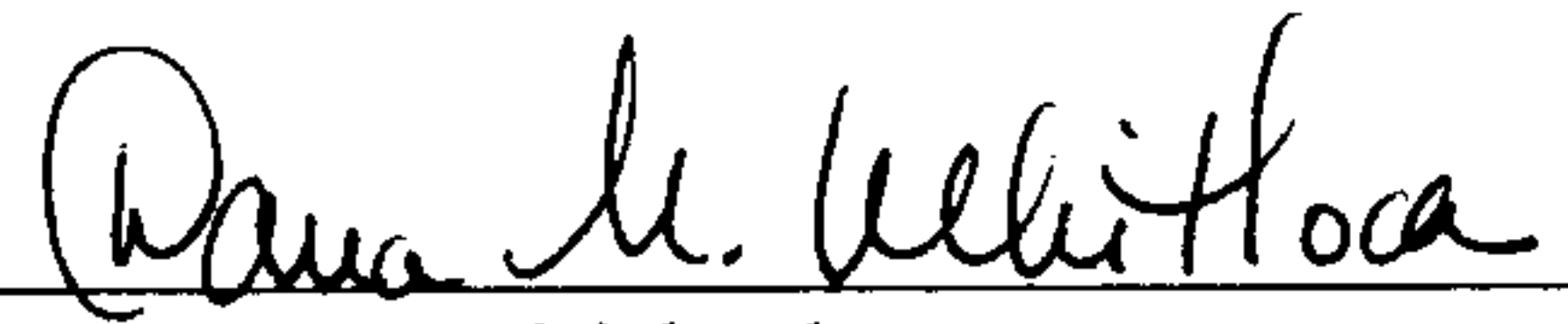
9. **Units of Ownership.** The Company's units of ownership shall be divided into Class A Units and Class B Units. Members holding Class A Units of the Company, except as otherwise provided by law, shall have and possess the exclusive right to notice of members' meetings and exclusive voting rights and powers. Members holding Class B Units shall not be entitled to any notice of members' meetings or to vote upon the election of managers or upon any question affecting the management or affairs of the Company, except where such notice or vote is required by law. Class A Units and Class B Units shall be equal in all other respects, without preference or priority of one class of Units over the other, except with respect to voting rights as set forth in this Article 9 and in the Operating Agreement.

10. **Organizer.** The name and mailing address of the organizer of the Company is as follows:

<u>Name</u>	<u>Mailing Address</u>
Dana M. Whitlock	234 Cahaba Oaks Trail Indian Springs, Alabama 35124




IN WITNESS WHEREOF, the undersigned has affixed her hand and seal on this  
19th day of August, 2014.

  
Dana M. Whitlock

(ORGANIZER)

THIS INSTRUMENT WAS PREPARED BY:

Tanya K. Shunnara  
Sirote & Permutt, P.C.  
P.O. Box 55727  
Birmingham, Alabama 35255-5727

  
20140820000260530 3/4 \$158.00  
Shelby Cnty Judge of Probate, AL  
08/20/2014 12:03:11 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:

**Kelly Creek Farm, LLC**

This name reservation is for the exclusive use of Sirote & Permutt PC, PO Box  
55727, Birmingham, AL 35255-5727 for a period of one year beginning February  
10, 2014 and expiring February 10, 2015

  
20140820000260530 4/4 \$158.00  
Shelby Cnty Judge of Probate, AL  
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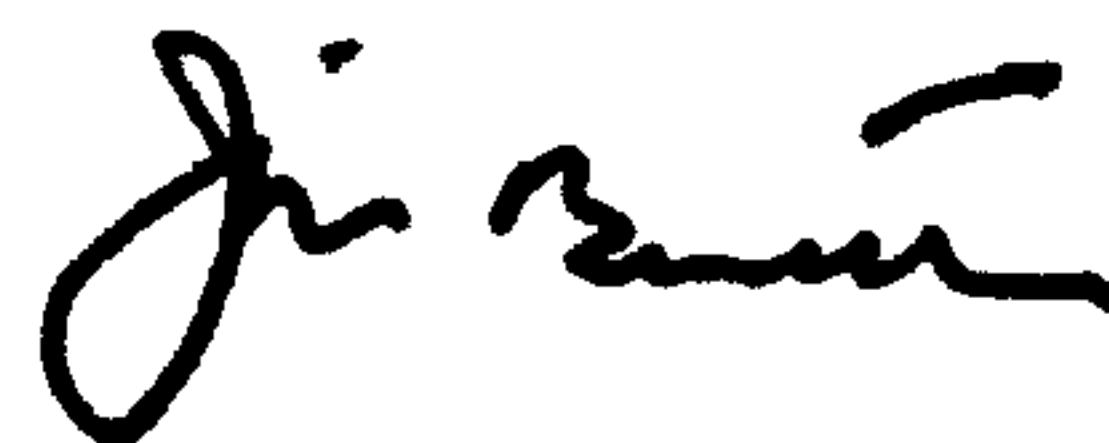


RES648589

**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.**

February 10, 2014

Date

A handwritten signature in black ink, appearing to read "Jim Bennett".

**Jim Bennett**

**Secretary of State**