

**STATE OF ALABAMA )**

**SHELBY COUNTY )**

**ARTICLES OF ORGANIZATION**

**OF**

**CS LEGACY, LLC**

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the “Alabama Limited Liability Company Act”), hereby file the following Articles of Organization with the probate judge of the County in which the initial registered office of the limited liability company will be located and attest that the facts stated in these Articles of Organization are true and correct:

**ARTICLE I**

**NAME**

The name of this limited liability company (the “Limited Liability Company”) shall be:

**CS LEGACY, LLC**

**ARTICLE II**

**DURATION**

The period of duration is perpetual unless the Limited Liability Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

## ARTICLE III

### PURPOSES

The nature of the business of the Limited Liability Company and its objects, purposes and powers are:

(a) To engage in the business of purchasing, owning, managing, selling and renting real property;

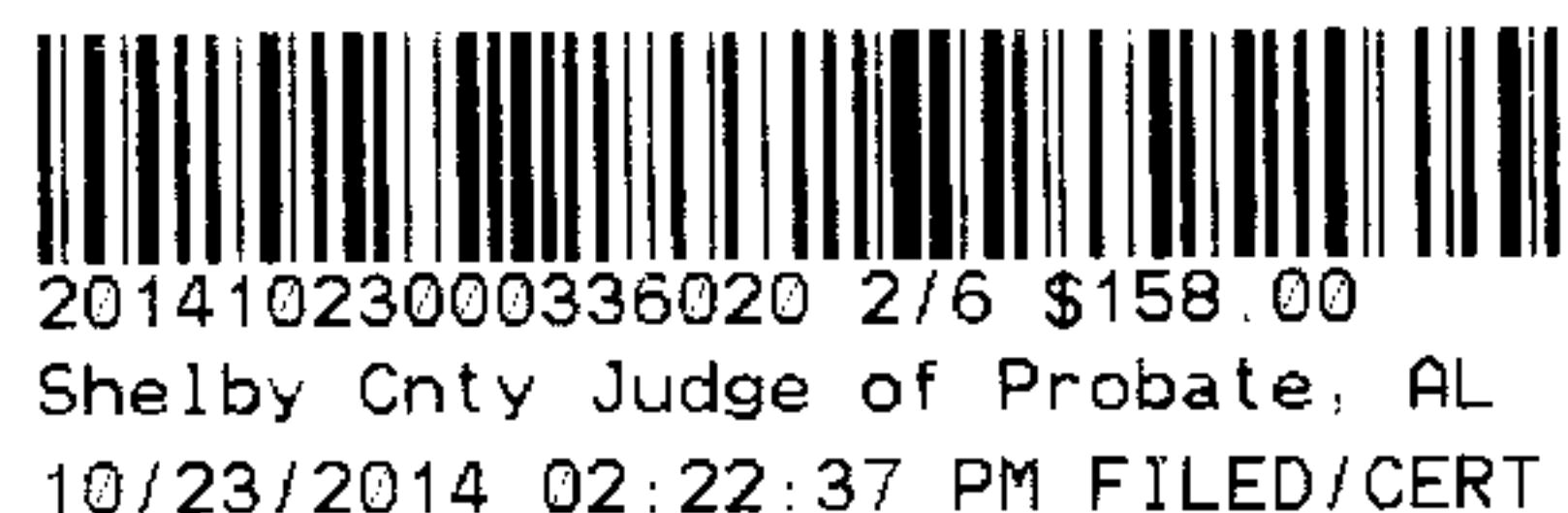
(b) To manage, purchase or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out and enjoy any licenses, power, authority concession, right or privilege which any limited liability company may make or grant in connection therewith;

(c) To subscribe for, acquire, hold, sell assign, transfer, mortgage, pledge or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any corporation of Alabama or any other state or any foreign country and, while the owner thereof, to exercise the rights, privileges and powers of ownership, including the rights to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama;

(d) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, debt obligations of the Limited Liability Company or by the transfer of an interest or the granting of membership in the Limited Liability Company or otherwise; to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business; and

(e) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Limited Liability Company or to enhance the value of its properties.

The enumeration herein of the powers, objects and purposes of the Limited Liability Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Limited Liability Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.



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Shelby Cnty Judge of Probate, AL

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## ARTICLE IV

### **REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office of the Limited Liability Company shall be 509 Bayhill Road, Birmingham, Alabama, 35244, and its registered agent at such address shall be Lewis W. Cummings, III.

## ARTICLE V

### **MEMBERS**

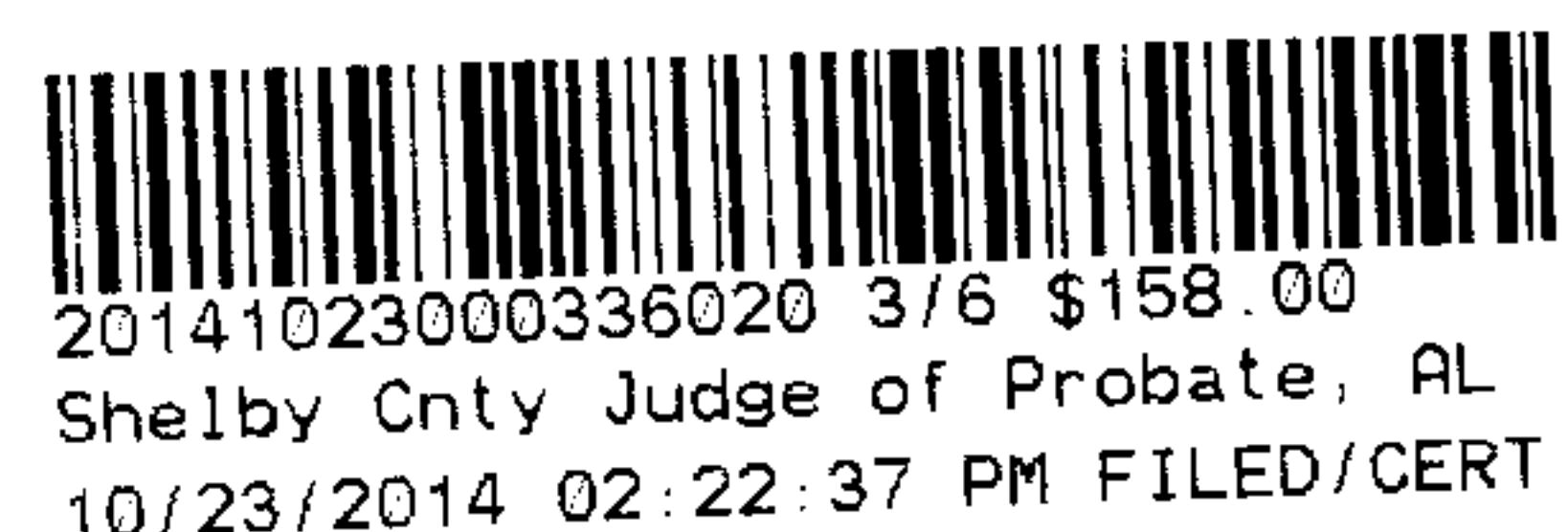
The name and address of the initial member (the “Members”) of the Limited Liability Company is:

<b><u>MEMBER</u></b>	<b><u>ADDRESS</u></b>
CS EQUITY PARTNERS, LLC	509 Bayhill Road Birmingham, Alabama 35244

## ARTICLE VI

### **ADDITIONAL MEMBERS**

The Members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the consideration to be paid by, such new Members, and subject to the terms and conditions of the Limited Liability Company’s Operating Agreement.



## **ARTICLE VII**

### **OPERATING AGREEMENT**

The Operating Agreement of the Limited Liability Company shall be executed by each Member of the Limited Liability Company and shall set forth all provisions for the regulation of the internal affairs of the Limited Liability Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of Alabama or these Articles. The Operating Agreement shall include, without limitation, provisions regarding members, company capital, allocations, distributions, management of the company, transfer of interest, dissolution, accounting and records, the tax matters partner and indemnification. Those provisions together with any other provisions include in the Operating Agreement are hereby incorporated by reference.

## **ARTICLE VIII**

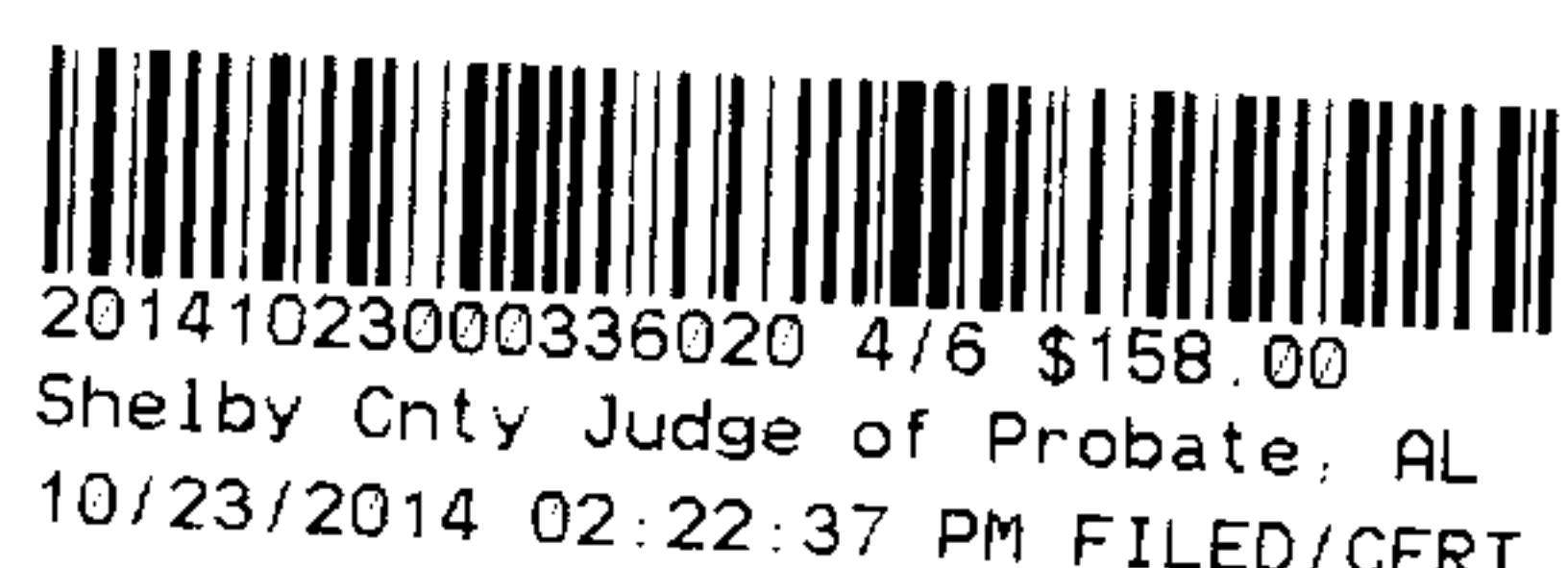
### **DISSOLUTION CAUSED BY CESSATION OF MEMBERSHIP**

The cessation of membership of one or more Members for any reason shall not cause the dissolution of the Limited Liability Company.

## **ARTICLE IX**

### **MANAGEMENT**

Management is vested in all of the Members of the Limited Liability Company.



## ARTICLE X

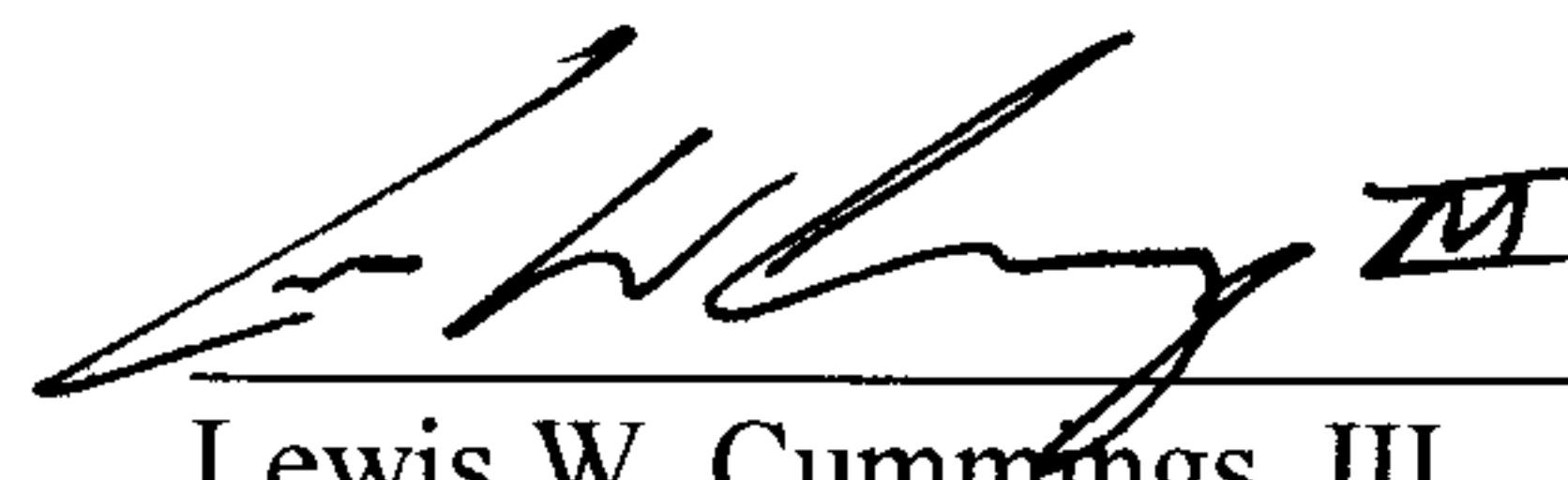
### ORGANIZER

The name and address of the Organizers of the Limited Liability Company is:

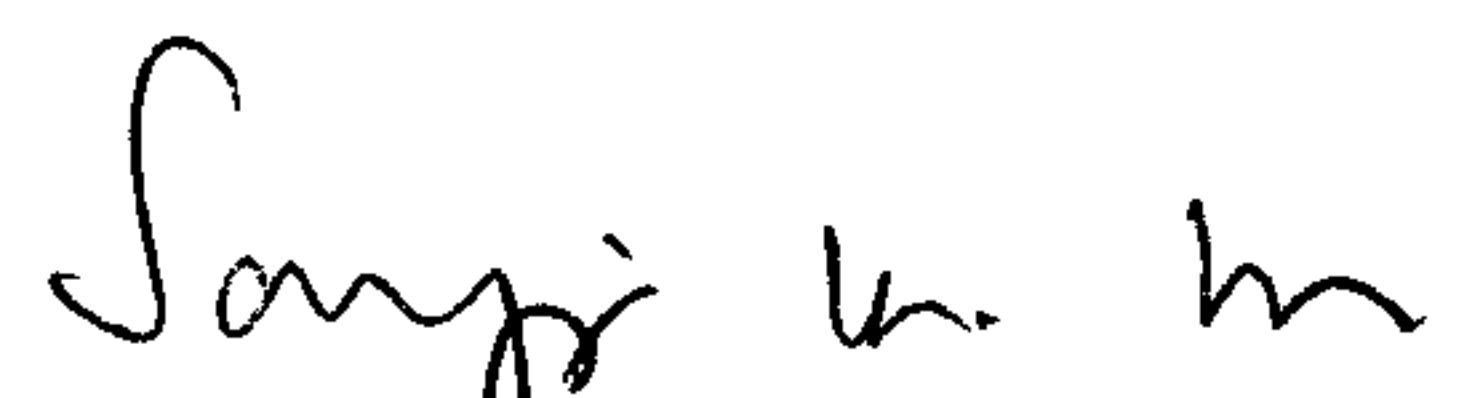
Lewis W. Cummings, III  
For CS Equity Partners, LLC  
509 Bayhill Road  
Birmingham, Alabama 35244

Sanjay K. Singh  
For CS Equity Partners, LLC  
2109 Country Ridge Lane  
Birmingham, Alabama 35243

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization, on this, the 22<sup>nd</sup> day of October, 2014.



Lewis W. Cummings, III  
For CS Equity Partners, LLC



Sanjay K. Singh  
For CS Equity Partners, LLC

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Prepared By:

Lewis W. Cummings, III  
2201 Hidden Ridge Circle  
Birmingham, AL 35243

  
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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:

**CS Legacy, LLC**

This name reservation is for the exclusive use of CS Equity Partners, LLC, 509 Bayhill Road, Birmingham, AL 35244 for a period of one year beginning October 22, 2014 and expiring October 22, 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.**

October 22, 2014

**Date**

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

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**Jim Bennett**

**Secretary of State**

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