

**ARTICLES OF ORGANIZATION**

Pursuant to the Alabama Limited Liability Company Law, the undersigned hereby adopts the following Articles of Organization

**ARTICLE ONE**

**NAME**

The name of the limited liability company shall be  
**" Prodigy Homes, LLC "**

**ARTICLE TWO**

**DURATION**

The existence of the Limited Liability Company shall commence on the date of the filing of the Certificate of Formation in the Office of the Judge of Probate of Shelby County, Alabama, and shall be terminated upon the written consent of all the members; or as may be required under the Law.

**ARTICLE THREE**

**PURPOSES**

The Limited Liability Company has been organized for the purpose of owning and managing real estate and other investments, and for the further purpose of transacting any 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 L. Downard.

**ARTICLE FIVE**

**Membership**

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

|                         |                                             |
|-------------------------|---------------------------------------------|
| JEFFREY MICHAEL CODDING | 154 Hackberry Circle, Chelsea, Al 35043     |
| SHAWN A. McNARON        | 685 Pleasant Hills Rd., Odenville, Al 35120 |
| DAVID T. DOWNARD        | 274 Autumn Ridge, Columbiana, Alabama 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:

|                         |                                             |
|-------------------------|---------------------------------------------|
| JEFFREY MICHAEL CODDING | 154 Hackberry Circle, Chelsea, AL 35043     |
| SHAWN A. McNARON        | 685 Pleasant Hills Rd., Odenville, AL 35120 |
| DAVID T. DOWNARD        | 274 Autumn Ridge, Columbiana, Alabama 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.

**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, qualify 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 THEREOF, the undersigned members executed these  
Articles of Organization on this the 5<sup>th</sup> day of December 2014.

MEMBERS:

Jeffrey Michael Coddington  
JEFFREY MICHAEL CODDING  
David T. Downard  
DAVID T. DOWNARD  
Shawn A. McNaron  
SHAWN A. McNARON

STATE OF ALABAMA  
COUNTY OF Jefferson

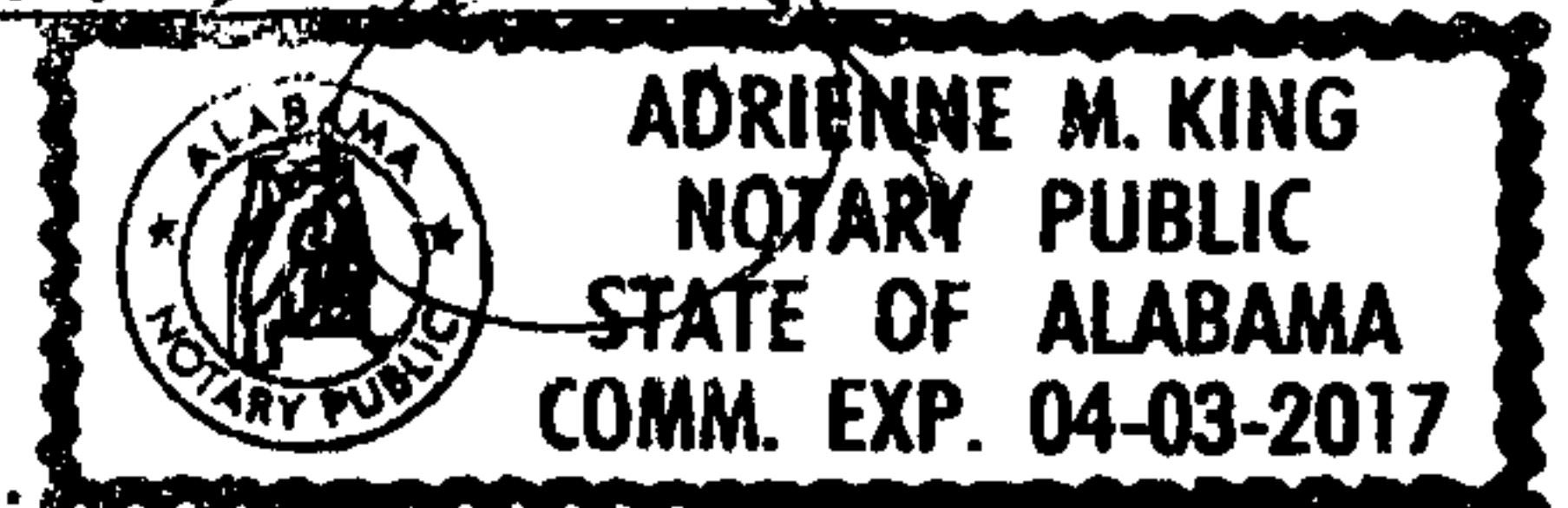
I, the undersigned authority, a Notary Public in and for said County,  
in said State, hereby certify that **Jeffrey Michael Coddington**, whose name is signed  
to the foregoing instrument, and whom is known to me, acknowledged before  
me on this day that, being informed of the contents of the instrument,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

Given under my hand and official seal, this 5<sup>th</sup> day of  
December 2014.

My commission expires:  
4/3/2017

STATE OF ALABAMA  
COUNTY OF \_\_\_\_\_

Adrienne M. King  
NOTARY PUBLIC



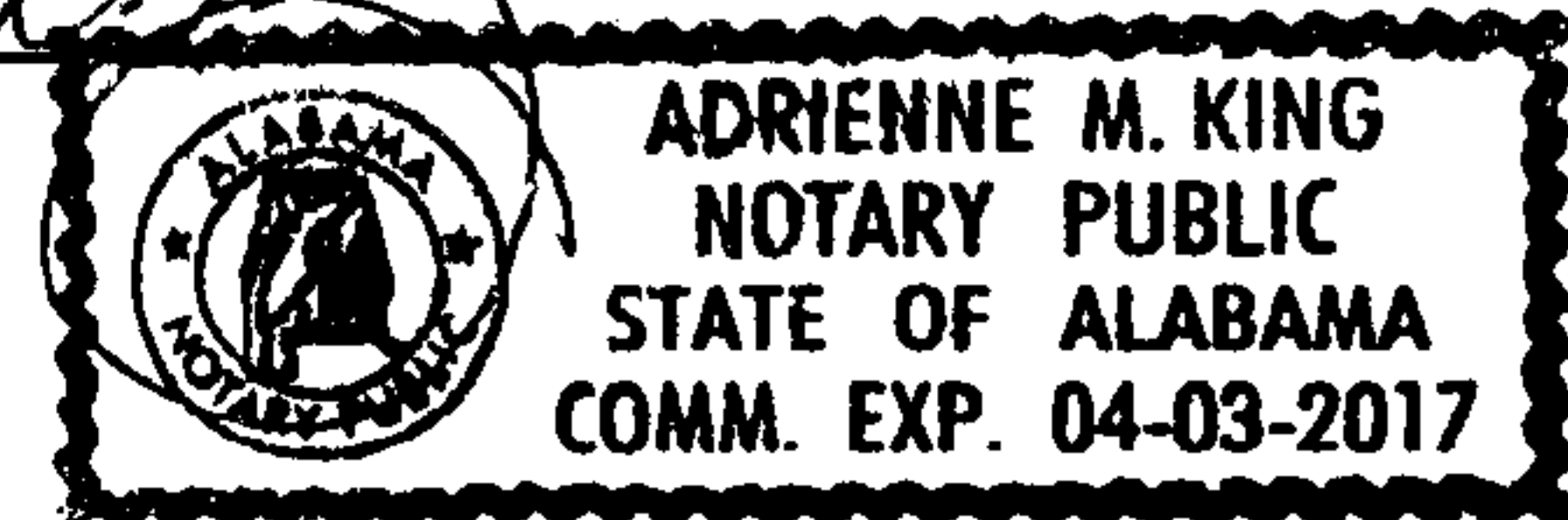
I, the undersigned authority, a Notary Public in and for said County,  
in said State, hereby certify that **David T. Downard**, whose name is signed  
to the foregoing instrument, and whom is known to me, acknowledged before  
me on this day that, being informed of the contents of the instrument, she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

Given under my hand and official seal, this 5<sup>th</sup> day of  
December 2014.

My commission expires:  
4/3/2017

STATE OF ALABAMA  
COUNTY OF \_\_\_\_\_

Adrienne M. King  
NOTARY PUBLIC



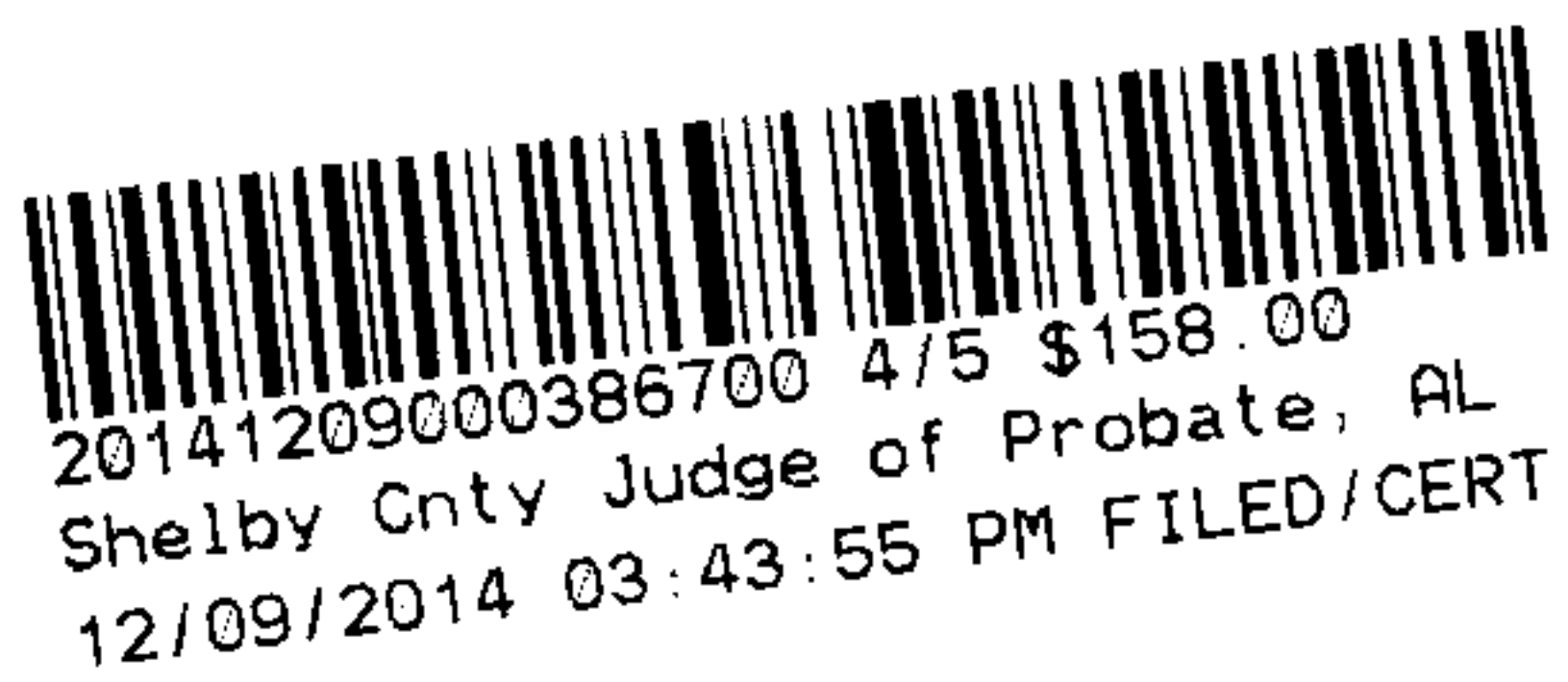
I, the undersigned authority, a Notary Public in and for said County,  
in said State, hereby certify that **Shawn A. McNaron**, whose name is signed  
to the foregoing instrument, and whom is known to me, acknowledged before  
me on this day that, being informed of the contents of the instrument, she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

Given under my hand and official seal, this 9<sup>th</sup> day of  
December 2014.

My commission expires:  
9/12/2015

STATE OF ALABAMA  
COUNTY OF \_\_\_\_\_

Kayei Leigh Gray  
NOTARY PUBLIC



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:

**Prodigy Homes, LLC**

This name reservation is for the exclusive use of David Downard, 274 Autumn Ridge Dr, Columbiana, AL 35051-3367 for a period of one year beginning December 03, 2014 and expiring December 03, 2015

20141209000386700 5/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
12/09/2014 03:43:55 PM FILED/CERT



RES674698

**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.**

December 03, 2014

Date

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

Jim Bennett

Secretary of State