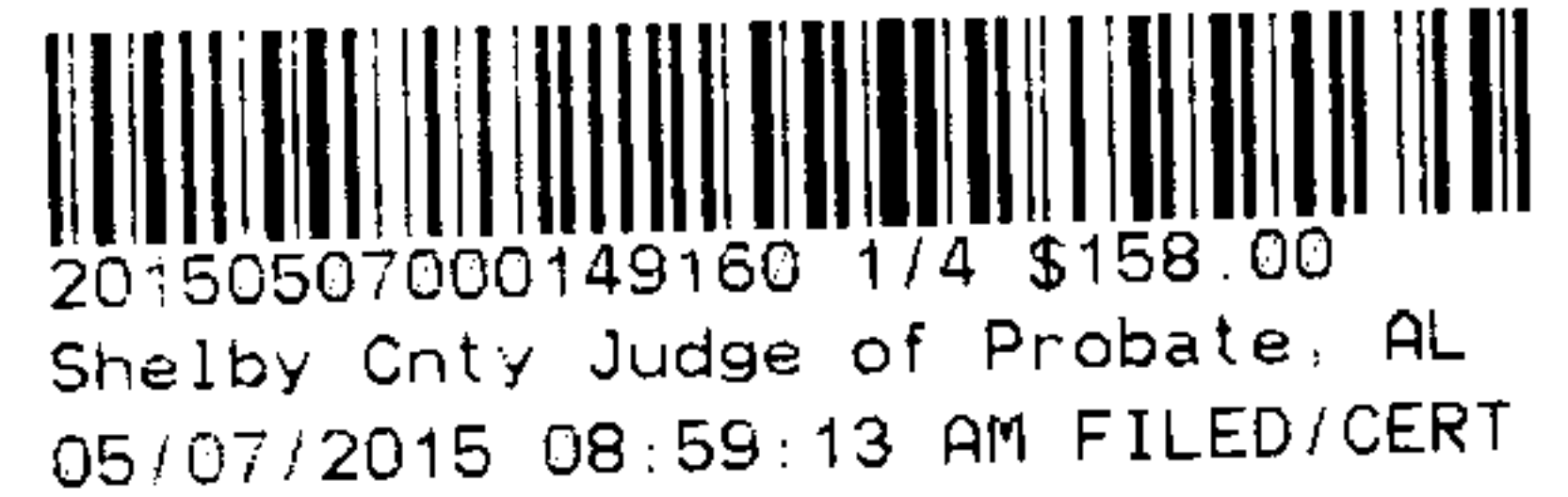


ARTICLES OF ORGANIZATION
OF



Southwood lakes properties LLC

For the purpose of forming a limited liability company under the Alabama Limited Liability Company Act, ALABAMA CODE Section 10-12-1 et seq. (1999 Repl.), and any act amendatory thereof, supplementary thereto or substituted therefore (the "Act"), the undersigned does hereby sign and adopt these Articles of Organization (the "Articles"), and, upon the filing for record of these Articles of Organization in the office of the Judge of Probate of the county in which the initial registered office is established under Article IV hereof, the existence of a limited liability company (the "Company"), under the name set forth in Article I hereof, shall commence.

ARTICLE I

NAME

1.1 The name of the Company shall be *southwood lakes properties LLC*

ARTICLE II

DURATION OF COMPANY

2.1 The period of duration of the Company shall be perpetual; provided, however, that the Company may be sooner dissolved (a) upon the written consent of all members of the Company; (b) as provided in the Operating Agreement between the members of the Company and the Company; or (c) as otherwise provided in the Act.

ARTICLE III

PURPOSES. OBJECTS AND POWERS

3.1 The purposes, objects and powers of the Company are:

(a) To engage in any lawful business act or activity for which a limited liability company may be organized under the laws of the State of Alabama.

(b) Without limiting the scope and generality of the foregoing, to engage in the business of buying, selling, renting and leasing real property, real estate development, and in any other business directly or indirectly related thereto.

(c) To have and to exercise any and all of the powers specifically granted in the Act, none of which shall be deemed to be inconsistent with the nature, character or the object of the Company and none of which are denied to it by these Articles of Organization.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

- 4.1 The location and mailing address of the initial registered office of the Company shall be *3572 Shandwick Place Birmingham Al 35242*
- 4.2 The name of the initial registered agent of the Company at such address shall be *Jerome Fiorella*

ARTICLE V

INITIAL MEMBERSHIP OF THE COMPANY

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

<u>MEMBER</u>	<u>ADDRESS</u>
Jerome Fiorella	3572 Shandwick Place Birmingham Ala.35242
Heron Properties llc (Jeff Smith)	3416 E.Briarcliff Road Mountain Brook

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBER3S

- 6.1 The member or members of the Company shall have the right to admit additional members to the Company upon the written consent of all of the members of the Company.

ARTICLE VII

ELECTION TO CONTINUE IN BUSINESS WHEN THERE IS NO REMAINING MEMBER

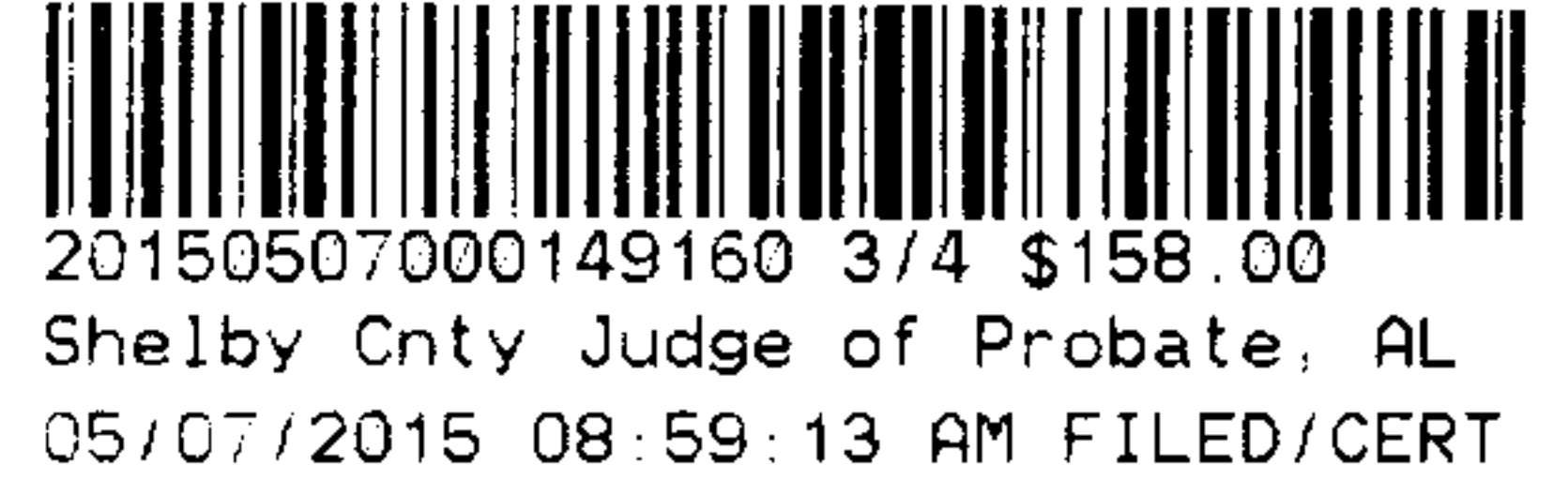
- 7.1 The Company shall be dissolved and its affairs shall be wound up when there is no remaining member unless either:

(a) The holders of all the financial rights in the 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 Company and to appoint one or more new members; or

(b) The legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the Operating Agreement.

ARTICLE VIII

MANAGEMENT OF THE COMPANY



8.1 Its initial members shall manage the Company.

ARTICLE IX

AMENDMENT OF ARTICLES OF ORGANIZATION

9.1 Any amendment to these Articles of Organization shall be approved by a vote of all of the members of the Company entitled to vote thereon.

ARTICLE X

ORGANIZER OF THE COMPANY

10.1 The name and address of the organizer of the Company is as follows:

Jerome Fiorella 3572 Shandwick Place Birmingham Ala.35242

Dated this 17__ day of __April_____, 2015

Signature of organizer

Jerome Fiorella

**ACTION BY UNANIMOUS CONSENT OF THE MEMBERS
OF**

John H. Merrill
Secretary of State

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

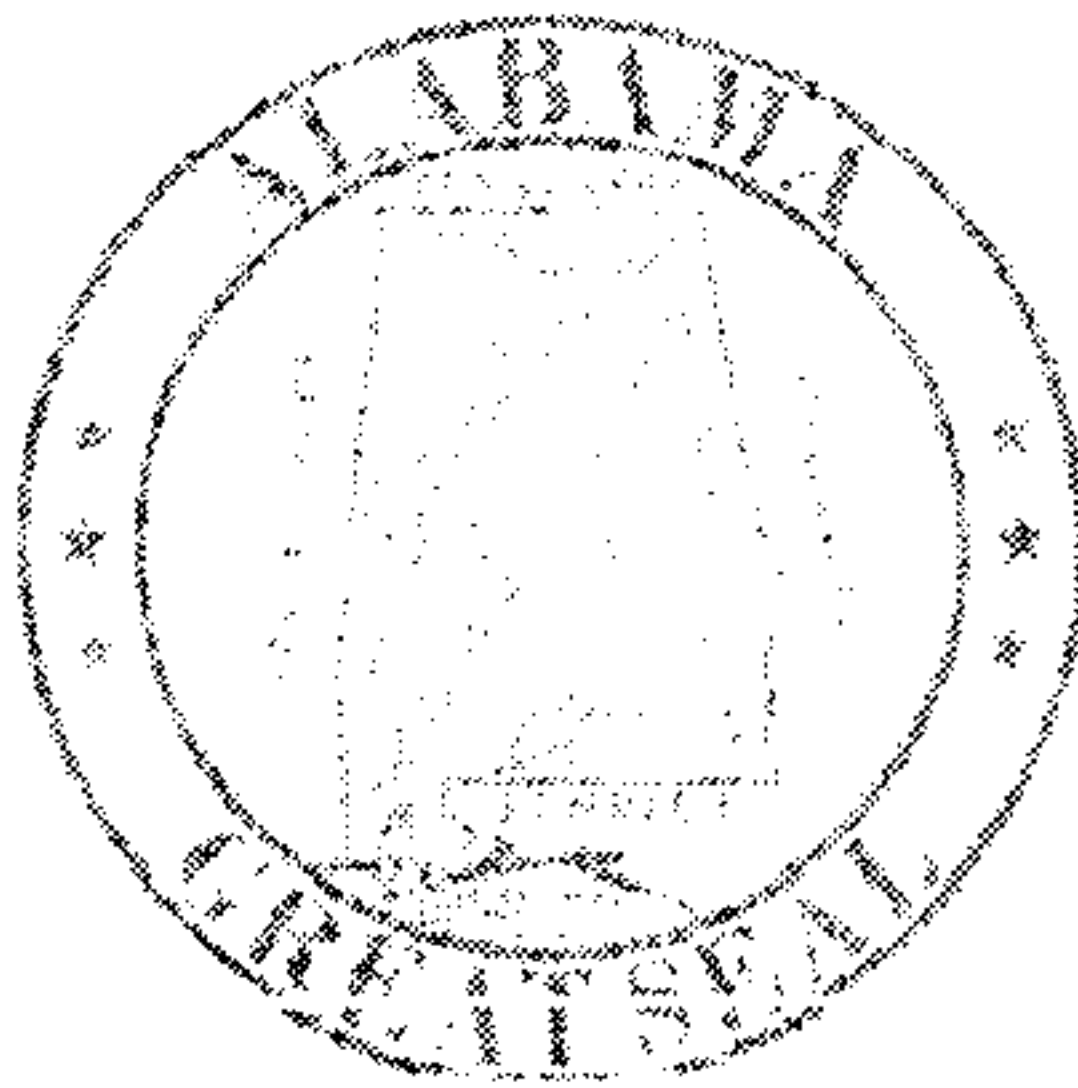
STATE OF ALABAMA

**I, John H. Merrill, 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:

southwood lakes partners, "L.L.C."

This name reservation is for the exclusive use of southwood lakes partners,
"L.L.C. ", 1130 Highway 31, n, alabaster, AL 35007 for a period of one year
beginning April 17, 2015 and expiring April 17, 2016



RES687316

**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.**

April 17, 2015

Date

A handwritten signature in cursive script that reads "J. H. Merrill".

John H. Merrill

Secretary of State



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Shelby Cnty Judge of Probate, AL
05/07/2015 08:59:13 AM FILED/CERT