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Shelby Cnty Judge of Probate: AL
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ARTICLES OF ORGANIZATION
OF
X3 CONSTRUCTION, LLC

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act (hereinafter referred to as "the Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company ("Company") is X3 CONSTRUCTION, LLC:

ARTICLE II

DURATION

The period of duration for the Company shall be from September 6, 2016 (the "Filing Date"), until the earliest to occur of the following:

- (1) The fiftieth (50th) anniversary of the Filing Date;
- (2) Dissolution of the Company by the unanimous written agreement of the Members;

or

(3) The occurrence of an event which under the Act constitutes an event of dissociation or otherwise works a termination of the Company under the Act, unless the legal existence and business of the Company are continued pursuant to Article VII below.

ARTICLE III

PURPOSES


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The Company has been organized for the following purposes:

(1) to build, construct, sale and manage both residential and commercial structures; to mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein, and to engage in any and all business activities related to or incidental thereto; and

(2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

ARTICLE IV

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The location and mailing address of the initial registered office of the Company is 116 Newgate Road, Alabaster, Alabama 35007 and the name of the initial registered agent of the Company at such address is John Farley.

ARTICLE V

INITIAL MEMBERS

The name and mailing address of the initial member of the Company is as follows:

<u>Name</u>	<u>Mailing Address</u>
Fortitude Holdings, Inc.	116 Newgate Road Alabaster, Alabama 35007

ARTICLE VI

ORGANIZERS

The name and mailing address of the organizer of the Company is:

<u>Name</u>	<u>Mailing Address</u>
Fortitude Holdings, Inc.	116 Newgate Road Alabaster, Alabama 35007

ARTICLE VII

ADMISSION OF NEW MEMBERS

Members of the Company shall have the right to admit new members from time to time. Additional members may be admitted only upon the unanimous written consent of the existing members, and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

ARTICLE VIII

CONTINUATION OF BUSINESS

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE IX

MANAGEMENT

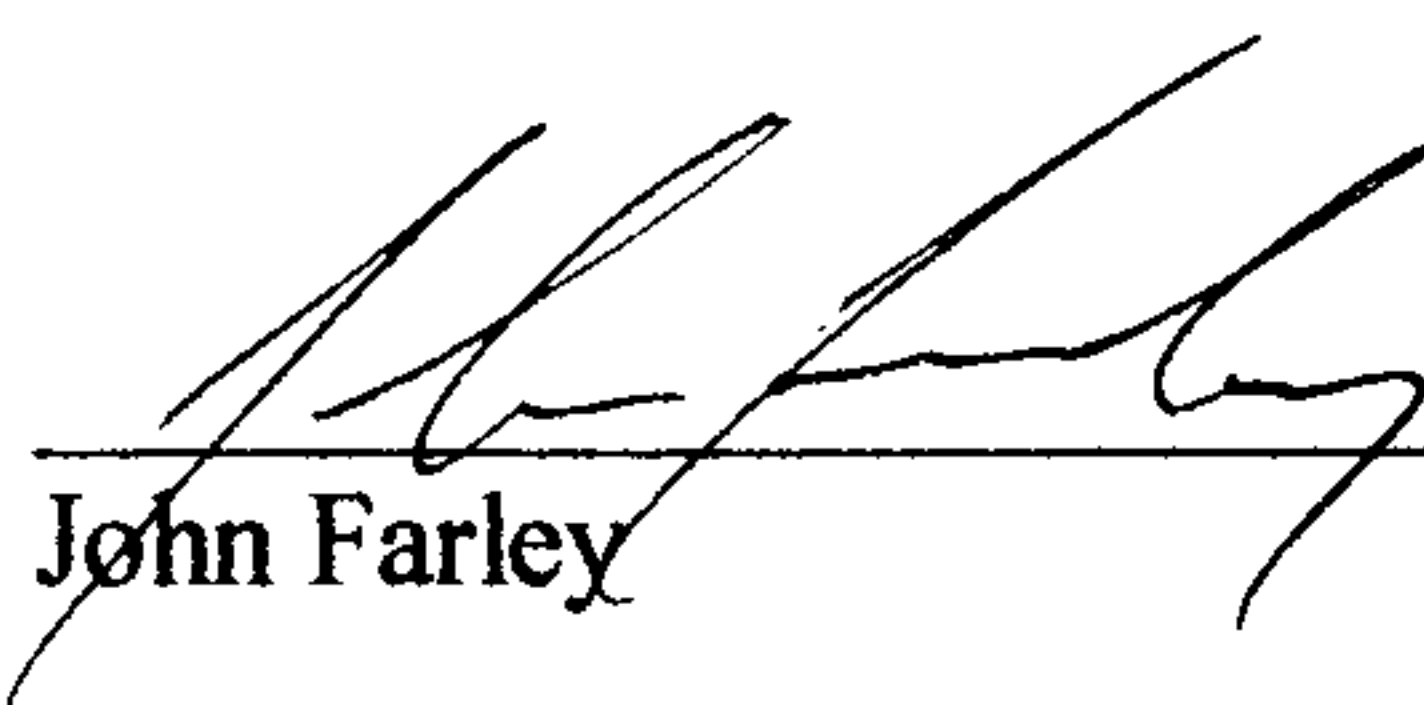
The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.

ARTICLE X

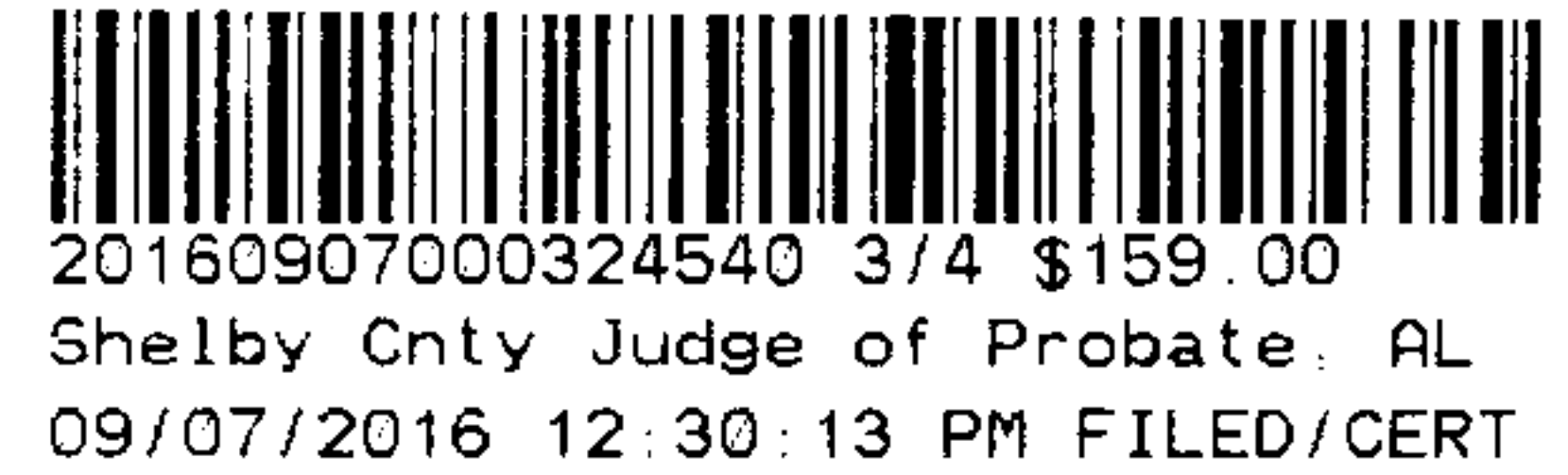
POWERS

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization on this the 6 day of September, 2016.



John Farley



John H. Merrill
Secretary of State

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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:

X3 Construction LLC

This name reservation is for the exclusive use of John Farley, 116 newgate road, alabaster, AL 35007 for a period of one year beginning August 16, 2016 and expiring August 16, 2017



RES732841

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.

August 16, 2016

Date

A handwritten signature in cursive script, reading "J. H. Merrill".

John H. Merrill

Secretary of State