

ARTICLES OF ORGANIZATION

OF

JTM investments, LLC



20170927000350870 1/6 \$159.00
Shelby Cnty Judge of Probate, AL
09/27/2017 10:25:06 AM FILED/CERT

THE UNDERSIGNED Organizer desires to form a limited liability company pursuant to the provisions of the "Alabama Limited Liability Company Act" as codified in Chapter 12 of Title 10 of the Code of Alabama of 1975, as amended (the "Act"), and does hereby adopt the following Articles of Organization:

ARTICLE ONE

NAME OF THE COMPANY

The name of the limited liability company is JTM investments, LLC., (the "Company").

ARTICLE TWO

DURATION

The period for the duration of the Company shall be perpetual, and the Company shall continue until it is dissolved in accordance with either the provisions of Article Seven hereto or the Act.

ARTICLE THREE

PURPOSE

The purposes for which the Company is organized are:

The Limited Liability Company shall have the powers provided for a corporation under the Alabama Business Corporation Act and a limited partnership under the Alabama Revised Limited Partnership Act.

The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of Alabama, including, but not limited to, the following:

- (a) To carry on any business or any other legal or lawful activity allowed by law;
- (b) To acquire, own, use, convey, and otherwise dispose of and deal in real or personal property or interest therein;
- (c) To manufacture, buy, sell, and generally deal in goods, wares and merchandise

- (c) To manufacture, buy, sell, and generally deal in goods, wares and merchandise of every class and description.
- (d) To buy, rent, sell, manufacture, produce, assemble, distribute, repair, and service any and all products or services in which the company desires to engage.
- (e) To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed; and
- (f) To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.
- (g) To trade and exchange in foreign currencies.

The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Alabama.

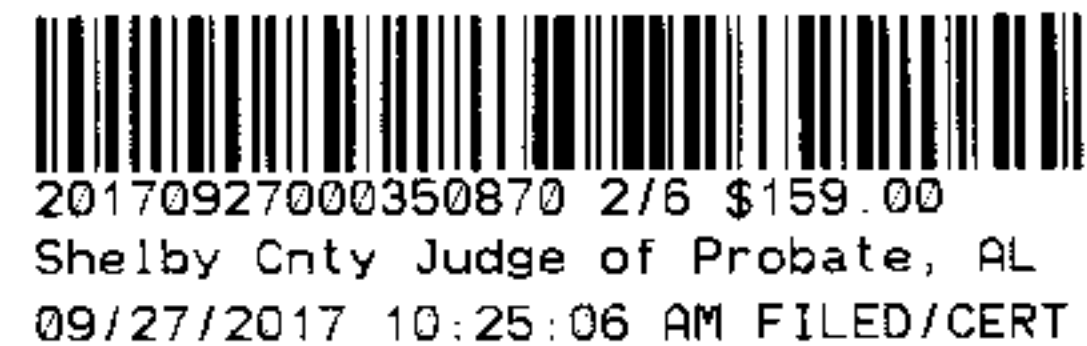
The company may, in its Regulations, confer powers, not in conflict with law, on its Managers and Members in addition to the foregoing and in addition to the powers and authorities expressly conferred on them by statute.

ARTICLE FOUR

PRINCIPAL PLACE OF BUSINESS

The address of the Company's principal place of business in this state is:

3572 Shandwick Place
Birmingham, AL 35242



ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The name and address of the initial registered office of the Company is as follows:

Jerome Fiorella
3572 Shandwick Place
Birmingham, AL 35242

ARTICLE SIX

INITIAL MEMBERS

The name and mailing address of the Initial Members of the Company are as follows:

Name:

Address:

Jerome Fiorella

3572 Shandwick Place
Birmingham, AL 35242

Robert J. Cox


3572 Shandwick Place
Birmingham, AL 35242

Robert A .Boyd

3572 Shandwick Place
Birmingham, AL 35242

ORGANIZER: The name and mailing address of the Organizer, who has been authorized to execute this document in connection with the formation of the Company, is as follows:

Robert J. Cox
P O Box 660278
Birmingham, AL 35266-0278


20170927000350870 3/6 \$159.00
Shelby Cnty Judge of Probate, AL
09/27/2017 10:25:06 AM FILED/CERT

ARTICLE SEVEN

ADDITIONAL OR SUBSTITUTE MEMBERS:

Additional Members, as that term is defined in the Operating Agreement of the Company, may be admitted as Members to the Company, but only upon the majority vote of current members of the Management Committee.

Substitute Members, as that term is defined in the Operating Agreement of the Company, may be admitted as Members to the Company, but only upon the unanimous consent of the Management Committee members.

Membership in the Company is on an annual basis based upon the payment of annual dues established by the Management Committee on or before May 1st of each calender year.

ARTICLE EIGHT

CONTINUITY OF BUSINESS


The Company shall be dissolved and its affairs wound up upon occurrence of the first of the following events:

- (1) Written consent of all then existing Members to dissolve.
- (2) When there is no remaining Member, unless either of the following applies:
 - (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 by the holders of all the financial rights in the Company, within ninety (90) days after the cessation of membership of the last Member.
- (3) When the Company is not the successor limited liability company in the merger or consolidation with one or more limited liability companies or other entities.
- (4) Entry of a decree of judicial dissolution under Section 10-12-38 of the Act.

Notwithstanding any provision of the Act to the contrary, the Company shall continue and not dissolve as a result of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member or any other event that terminates the continued Membership of the Member, unless there are no remaining Members, and the holders of all the financial rights in the Company do not continue the Company in accordance with Article Seven, Paragraphs (2) (a) or (2) (b).

ARTICLE NINE

MANAGEMENT


20170927000350870 4/6 \$159.00
Shelby Cnty Judge of Probate, AL
09/27/2017 10:25:06 AM FILED/CERT

The Company shall be managed by its Members by the selection of a Management Committee consisting of three members, in good standing, who shall be selected by the full membership vote at the annual membership meeting.

ARTICLE TEN

INTERNAL AFFAIRS


The provisions for the regulation of the internal affairs of the Company shall be set forth in the Operating Agreement of the Company.

ARTICLE ELEVEN

NO LIABILITY

The Members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned Organizer has hereunto affixed his signature on this the 27th day of September, 2017.


Robert J. Cox

This instrument is prepared by:

Robert J. Cox,
P O Box 660278
Birmingham, AL 35266-0278
205) 871-7400



20170927000350870 5/6 \$159.00
Shelby Cnty Judge of Probate, AL
09/27/2017 10:25:06 AM FILED/CERT

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:

JTM investments LLC

This name reservation is for the exclusive use of Jerome fiorella, 3572 Shandwick
place, Birmingham, AL 35242 for a period of one year beginning September 25,
2017 and expiring September 25, 2018



20170927000350870 6/6 \$159.00
Shelby Cnty Judge of Probate, AL
09/27/2017 10:25:06 AM FILED/CERT



RES772725

**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.**

September 25, 2017

Date

J. H. Merrill

John H. Merrill

Secretary of State