#### ARTICLES OF ORGANIZATION

## **OF**

# COBIA HOLDINGS, 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 adopts the following Limited Liability Company Articles of Organization:

## **ARTICLE I**

## **NAME**

The name of the limited liability company ("Company") is COBIA HOLDINGS, LLC.

# **ARTICLE II**

# **DURATION**

The period of duration for the Company shall be from the date of filing these Articles of Organization with the Office of the Judge of Probate of Shelby County, Alabama (the "Filing Date"), until the earliest to occur of the following:

- A. The fiftieth (50th) anniversary of the Filing Date;
- B. Dissolution of the Company by the unanimous written agreement of the Members; or
- C. The occurrence of an event which under the Act constitutes an event of dissolution 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.

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#### **ARTICLE III**

# **PURPOSES**

The Company has been organized for the following purposes:

- (1) to purchase, take, receive, lease or otherwise acquire, own, hold, improve, develop, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to manage, market, sell, convey, 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;
- (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 101 Woodland Circle, Chelsea, Alabama 35043 and the name of the initial registered agent of the Company at such address is William John Wilkens, III.

#### **ARTICLE V**

## **SOLE MEMBER**

The name and mailing address of the sole member of the Company follows:

William John Wilkens, III 101 Woodland Circle Chelsea, Alabama 35043

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#### **ARTICLE VI**

# **ADMISSION OF NEW MEMBERS**

The sole member of the Company shall have the right to admit new members from time to time. In the event the sole member has admitted new members, any 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 VII**

# **CESSATION OF MEMBERSHIP**

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

## **ARTICLE VIII**

# **MANAGEMENT**

The Company shall be managed by its sole member. In the event that additional members are admitted pursuant to Article VI, the Company shall be managed by its members, with each member having an equal right to participate in such management.

## ARTICLE VIII

## **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 member has executed these Articles of Organization on this the 2nd day of April , 2018.

My Commission Expires May 25, 2020

Notary: Jennifer Curvin

William John Wilkens, I

Sole Member



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John H. Merrill Secretary of State

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

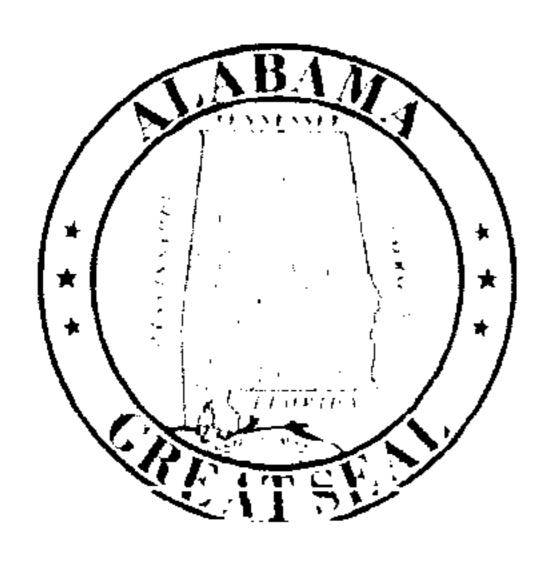
# STATE OF ALABAMA

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:

Cobia Holdings, LLC

This name reservation is for the exclusive use of William John Wilkens III, 101 Woodland Circle, Chelsea, AL 35043 for a period of one year beginning April 02, 2018 and expiring April 02, 2019



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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 02, 2018

Date

X 74. Menill

John H. Merrill

**Secretary of State** 



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