

**ARTICLES
OF
ORGANIZATION
OF
SHILOH CLAYS LLC**

Pursuant to the Provisions of Sections 10-12-1, *et seq.* of the *Code of Alabama* (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is Shiloh Clays LLC (the "Company").

ARTICLE II

Duration

The duration of the Company shall be perpetual unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To purchase, take, receive, rent, lease or otherwise acquire, own, hold, manage, improve, rent, lease, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (b) To construct, improve, remodel, or refurbish any physical structure as a contractor, subcontractor, or independent contractor or otherwise;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, stocks, shares, bonds or other interests in, or obligations of, corporations, associations, partnerships, limited liability companies, limited liability partnerships, mutual funds, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (e) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(f) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 6263 HWY 42, CALERA, SHELBY COUNTY, AL 35040, and its registered agent at such address shall be Kim Phillips.

ARTICLE V

Initial Member(s)

The names and addresses of the initial member(s) is (are):

Kim Phillips	411 Horton Cove Road Calera, Alabama 35040
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Butch Phillips	411 Horton Cove Road Calera, Alabama 35040
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ARTICLE VI

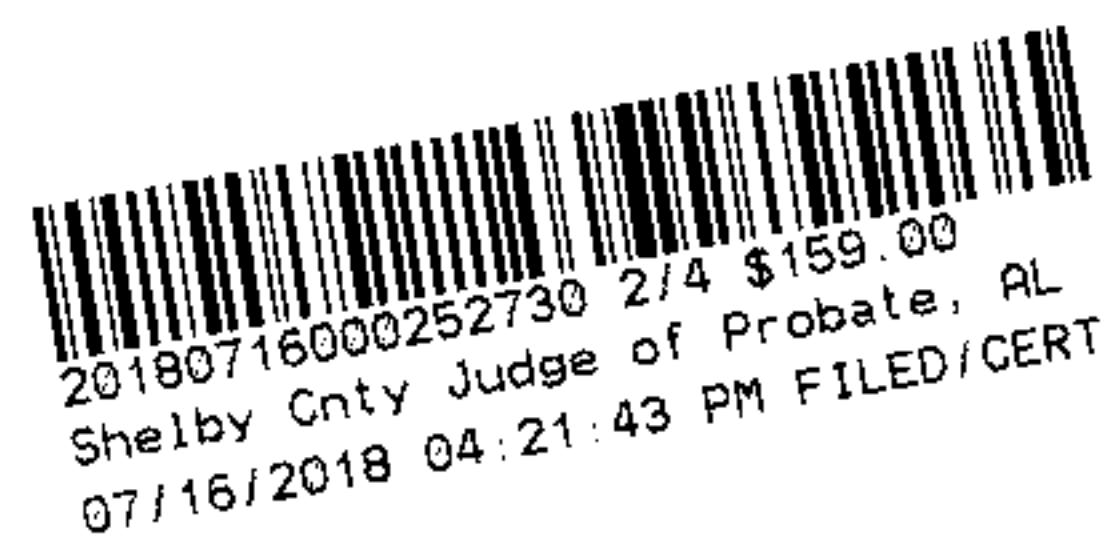
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be as set forth in the Company's Operating Agreement

ARTICLE VII

Continuation of Business

The Company may be reconstituted and the business of the Company may be continued following an event of dissociation which terminates the membership of a member of the Company if (i) the business of the Company is continued by the written consent of all of the remaining member(s) within 90 days after the occurrence of the event of dissociation, and (ii) any other applicable requirements of the Provisions of Sections 10-12-1, *et seq.*, of the *Code of Alabama* (1975) for the continuation of business are met.



IN WITNESS WHEREOF, these Articles have been subscribed as of the ____ day of July, 2018, by the undersigned member(s), who affirm(s) that the statements made herein are true under the penalties of perjury.

Michael S. Phillips
Michael S. Phillips

Kim Phillips
Kim Phillips


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Shelby Cnty Judge of Probate, AL
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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:

Shiloh Clays LLC

This name reservation is for the exclusive use of Kim Phillips, 411 Horton Cove
Road, Calera, AL 35040 for a period of one year beginning May 14, 2018 and
expiring May 14, 2019

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Shelby Cnty Judge of Probate, AL
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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.**

May 14, 2018

Date

J. H. Merrill

John H. Merrill

Secretary of State