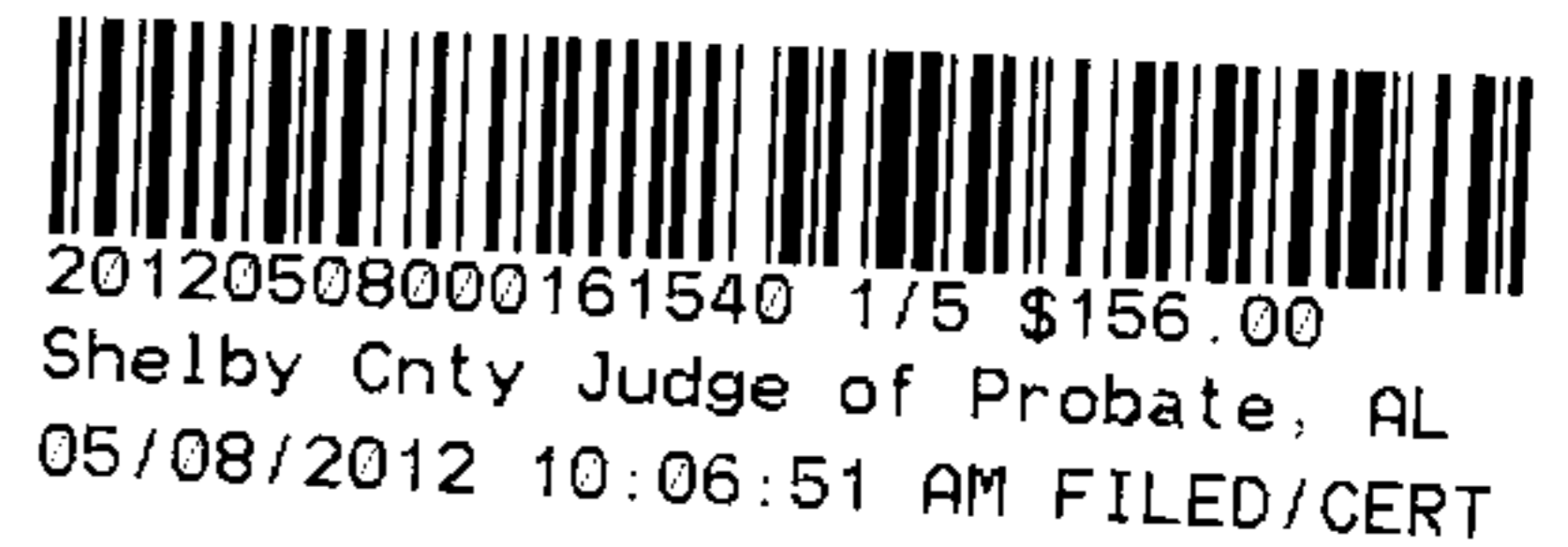


STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION GUIDELINES



INSTRUCTIONS:

- STEP 1: THE NAME OF THE LIMITED LIABILITY COMPANY MUST CONTAIN THE WORDS LIMITED LIABILITY COMPANY, LLC OR L.L.C.
STEP 2: FILE THE ORIGINAL AND TWO COPIES OF THE ARTICLES OF ORGANIZATION IN THE COUNTY WHERE THE LLC'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY THE PROBATE FILING FEE.

PURSUANT TO THE ALABAMA LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF ORGANIZATION.

Article I The name of the Limited Liability Company:
Matt Nowell Agency LLC
(Your company title must end with the words Limited Liability Company, L.L.C. or LLC)

Article II The duration of the Limited Liability Company is perpetual

Article III The Limited Liability Company has been organized for the following purpose(s):
sell of insurance and financial services

Article IV The street address (NO PO BOX) of the registered office: 3000 Meadow Lake Drive
Suite 104; Birmingham, Al 35242 and the name of the
registered agent at that office: Matt H. Nowell

Article V The names and addresses of the initial member(s), and organizer (if any):
Jerry H. Nowell - 1032 Royal Mile; birmingham, al 35242
Matt H. Nowell - 1032 Royal Mile; Birmingham, Al 35242
(Attach additional sheets if necessary.)

Article VI If the Limited Liability Company is to be managed by one or more managers, list the
names and addresses of the managers who are to serve until the first annual meeting of
the members or until their successors are elected and qualified.

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the
Limited Liability Company is permitted to be set forth in the operating agreement of the LLC.

IN WITNESS THEREOF, the undersigned members executed these Articles of Organization on
this the 7th day of May, 2012.

THIS DOCUMENT PREPARED BY:

Jerry H. Nowell


Signature of Member/Organizer

STATE OF ALABAMA

**DOMESTIC LIMITED LIABILITY COMPANY (LLC)
CERTIFICATE OF FORMATION**

PURPOSE: In order to form a limited liability company (LLC) under Section 10A-1-3.05 and 10A-5-2.02 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the entity's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the limited liability company's (LLC) registered office is/will be located. Contact the Judge of Probate's Office to determine the county filing fees. **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is issued. Once the Secretary of State's Office has indexed the filing the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name. Your notification of filing was provided by the Probate Judge's Office via a stamped copy and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.


20120508000161540 2/5 \$156.00
Shelby Cnty Judge of Probate, AL
05/08/2012 10:06:51 AM FILED/CERT

(For County Probate Office Use Only)

The information completing this form must be typed or laser printed.

1. The name of the limited liability company (must contain the words "Limited Liability Company" or the abbreviation "L.L.C." or "LLC," and comply with Code of Alabama, Title 10A-1-5.06):

Matt Nowell Agency LLC

2. A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached [proves name reservation under 10A-1-4.02(f)].

See Attached

(For SOS Office Use Only)

This form was prepared by: (type name and full address)

Jerry H. Nowell
1032 Royal Mile
Birmingham, Al 35242

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

3. Street (**No PO Boxes**) address of principal office of the limited liability company (LLC):

Suite 104; 3000 Meadow Lake Drive; birmingham, Al 35242

Mailing address of principal office (if different from street address): 1032 Royal Mile; birmingham, Al 35242

4. The name of the Registered Agent: Matt H. Nowell

Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):

Mailing address of Registered Agent (if different from street address): 1032 royal Mile; Birmingham, Al 35242

5. Purpose for which the limited liability company formed: sell Allstate insurance and financial services

_____ ; the purpose includes the transaction of any lawful business for which limited liability companies may be organized in Alabama under Title 10A, Chapter 5 of the Code of Alabama.

6. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

7. The name(s) of the Organizer(s): Jerry H. Nowell & Matt H. Nowell

Street (**No PO Boxes**) address of Organizer(s): Suite 104; 3000 Meadow Lake Drive; birmingham, Al 35242

_____ Mailing address of Organizer(s) – (if different from street address): 1032 Royal Mile; birmingham, Al 35242

Attach a listing if more Organizers need to be added.

8. If the limited liability company is to be managed by one or more managers, give the number of managers 2 and the names and mailing addresses of the manager or managers who are to serve as managers until their successors are elected and begin serving:

Manager's Name: Matt H. Nowell

Mailing address of Manager: 1032 Royal Mile; Birmingham, Al 35242



DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

Manager's Name: Jerry H. Nowell

Mailing address of Manager: 1032 Royal Mile; Birmingham, Al 35242


Attach listing if more Managers need to be added.

- 9. The right, if given, of the member or members to admit additional members, and the terms and conditions of the admission are attached.
- 10. The circumstances, if any, under which the cessation of membership of one or more members will result in dissolution of the limited liability company are attached.
- 11. The filing of the limited liability company is effective immediately on the date filed by the judge of probate or at the later date specified in this filing (no more than 90 days after date of signing). 10A-1-4.12

The undersigned specify 06 / 01 / 2012 as the effective date (must be later than the date filed in the office of the county judge of probate, but not more than 90 days after the date of signing).

Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or affairs of the limited liability company.

05 / 07 / 2012
Date (MM/DD/YYYY)

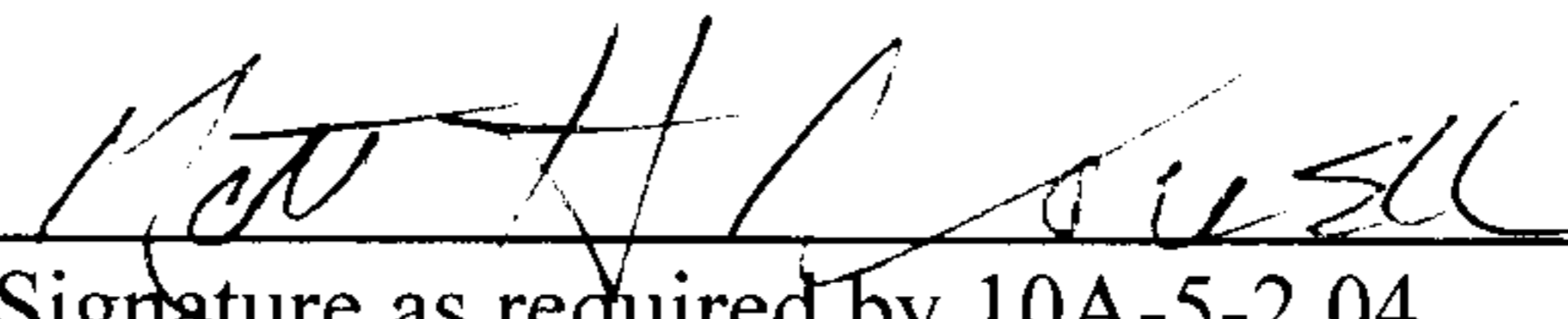

Signature as required by 10A-5-2.04

Jerry H. Nowell
Typed Name of Above Signature

Member
Typed Title (Member, Organizer or Attorney-in-fact)

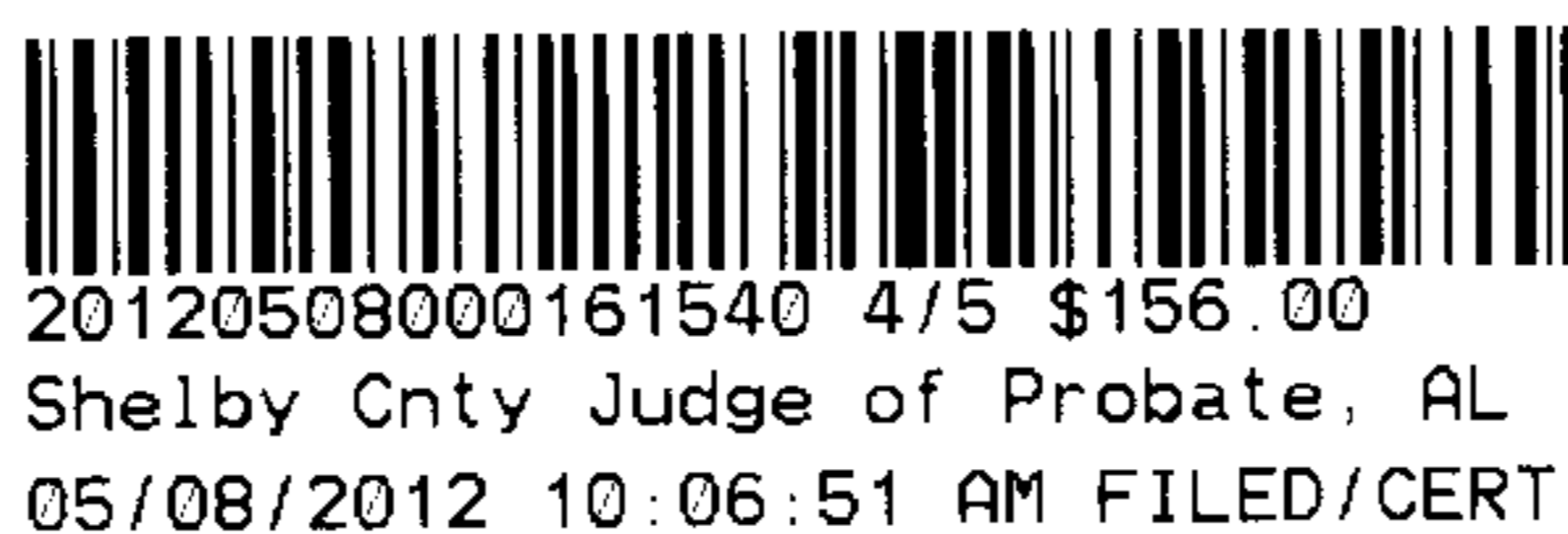
Additional members may sign (attach listing if necessary).

05 / 07 / 2012
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Matt H. Nowell
Typed Name of Above Signature

Member
Typed Title (Member)



Beth Chapman
Secretary of State

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

STATE OF ALABAMA

**I, Beth Chapman, 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:

Matt Nowell Agency LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Matthew Haynes Nowell, 1032 royal mile, birmingham,
AL 35242 for a period of one hundred twenty days beginning May 1, 2012 and
expiring August 29, 2012.

**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.**



602-455

May 1, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



20120508000161540 5/5 \$156.00
Shelby Cnty Judge of Probate, AL
05/08/2012 10:06:51 AM FILED/CERT