

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.**



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Shelby Cnty Judge of Probate, AL
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(For County Probate Office Use Only)

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.

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):

uShip Montevallo 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)].

(For SOS Office Use Only)

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

Andrea M. Klinner
3690 Highway 25
Montevallo, AL 35115

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

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

3690 Highway 25, Montevallo, AL 35115

Mailing address of principal office (if different from street address):

Same as above

4. The name of the Registered Agent: Andrea M. Klinner

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

3690 Highway 25, Montevallo, AL 35115

Mailing address of Registered Agent (if different from street address):

Same as above

5. Purpose for which the limited liability company formed: To engage in any other lawful act or activity for

which limited liability companies may be organized under the laws of Alabama; 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): Andrea M. Klinner

Street (**No PO Boxes**) address of Organizer(s): 3690 Highway 25, Montevallo, AL 35115

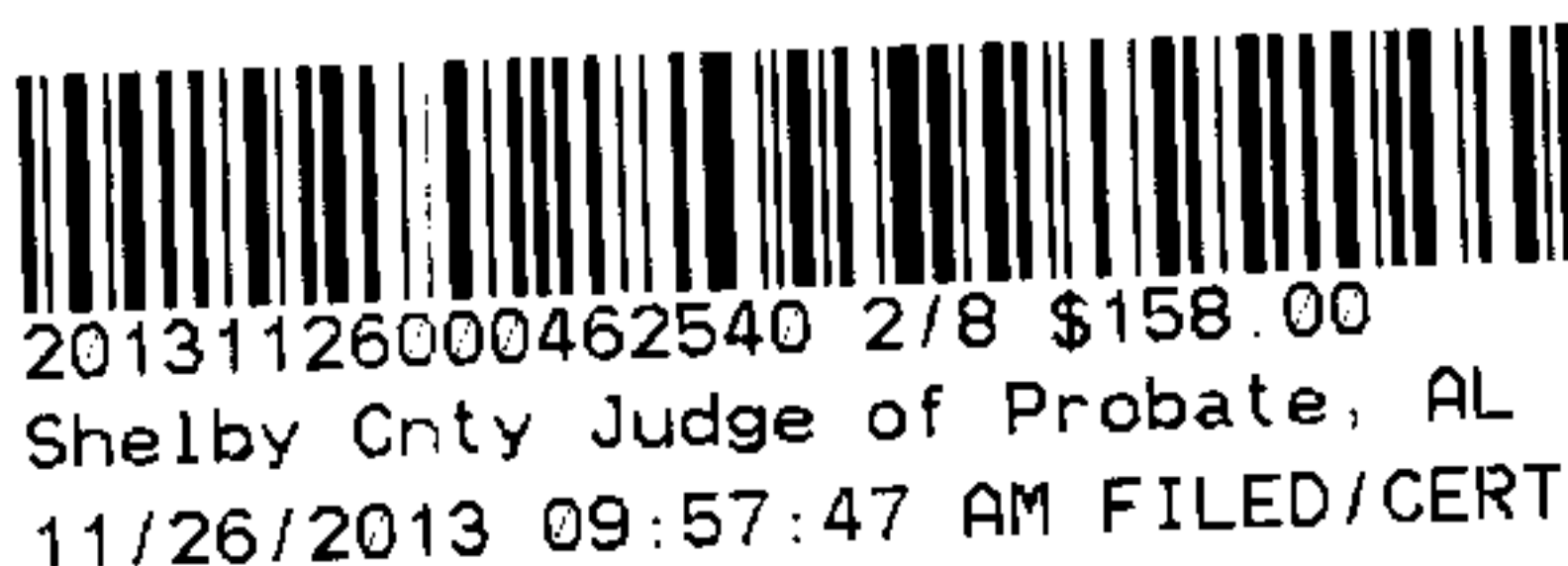
Mailing address of Organizer(s) – (if different from street address):

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 1 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: Andrea M. Klinner

Mailing address of Manager: 3690 Highway 25, Montevallo, AL 35115



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Manager's Name: _____

Mailing address of Manager: _____

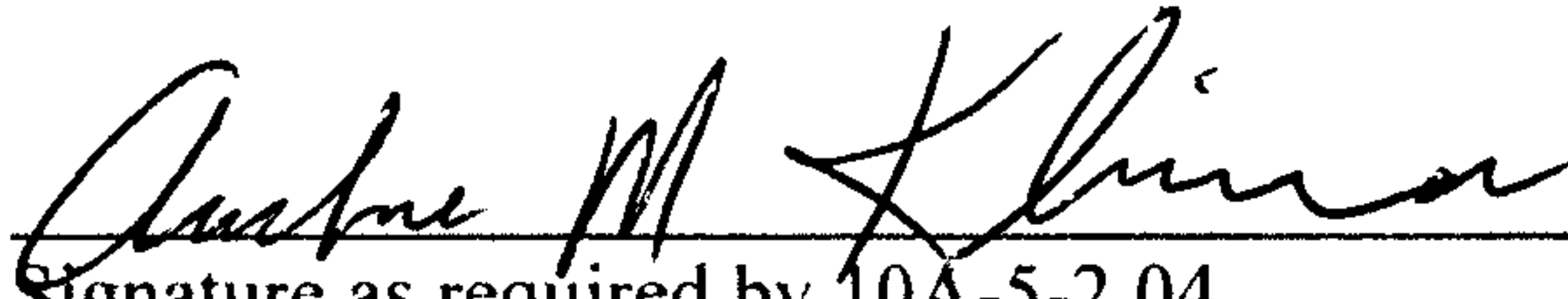
Attach listing if more Managers need to be added.

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 ____ / ____ / ____ 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.

11 / 13 / 2013
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Andrea M. Klinner
Typed Name of Above Signature

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

Additional members may sign (attach listing if necessary).

 / /
Date (MM/DD/YYYY)

Signature as required by 10A-5-2.04

Typed Name of Above Signature

Typed Title (Member)

ARTICLES OF ORGANIZATION

OF

uShip Montevallo LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company (the "Company") pursuant to Chapter 5 and Chapter 1 (to the extent the provisions thereof are applicable to limited liability companies) of the Alabama Business and Nonprofit Entities Code and any act amendatory thereof, supplementary thereto or substituted therefore (the "Entities Code"), does hereby adopt the following Articles of Organization as and for the certificate of formation pursuant to the Entities Code:

ARTICLE I

NAME

The name of the Company is:

"uShip Montevallo LLC"

ARTICLE II

TYPE OF ENTITY

The type of the entity being formed under the Entities Code is a limited liability company.

ARTICLE III

DURATION

The existence of the Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue until December 31, 2051, unless it is dissolved and its affairs wound up prior to such date in accordance with the Entities Code or the operating agreement of the Company, as the same may be amended from time to time (the "Operating Agreement").



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ARTICLE IV

PURPOSES AND POWERS

The purpose for which the Company is organized and its powers are:

- (i) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, 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;
- (ii) To acquire, operate, manage, own, hold, improve, use, or otherwise deal in or with the operation of a retail business;
- (iii) To borrow, invest, or otherwise acquire funding for the acquisition, operation, management, or other activities associated with the ownership, management, or operation of a retail establishment; and
- (iv) To engage in any other lawful act or activity for which limited liability companies may be organized under the Entities Code and the laws of Alabama, as the same now exist or may hereafter be amended.

The foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the Company otherwise granted by law.

ARTICLE V

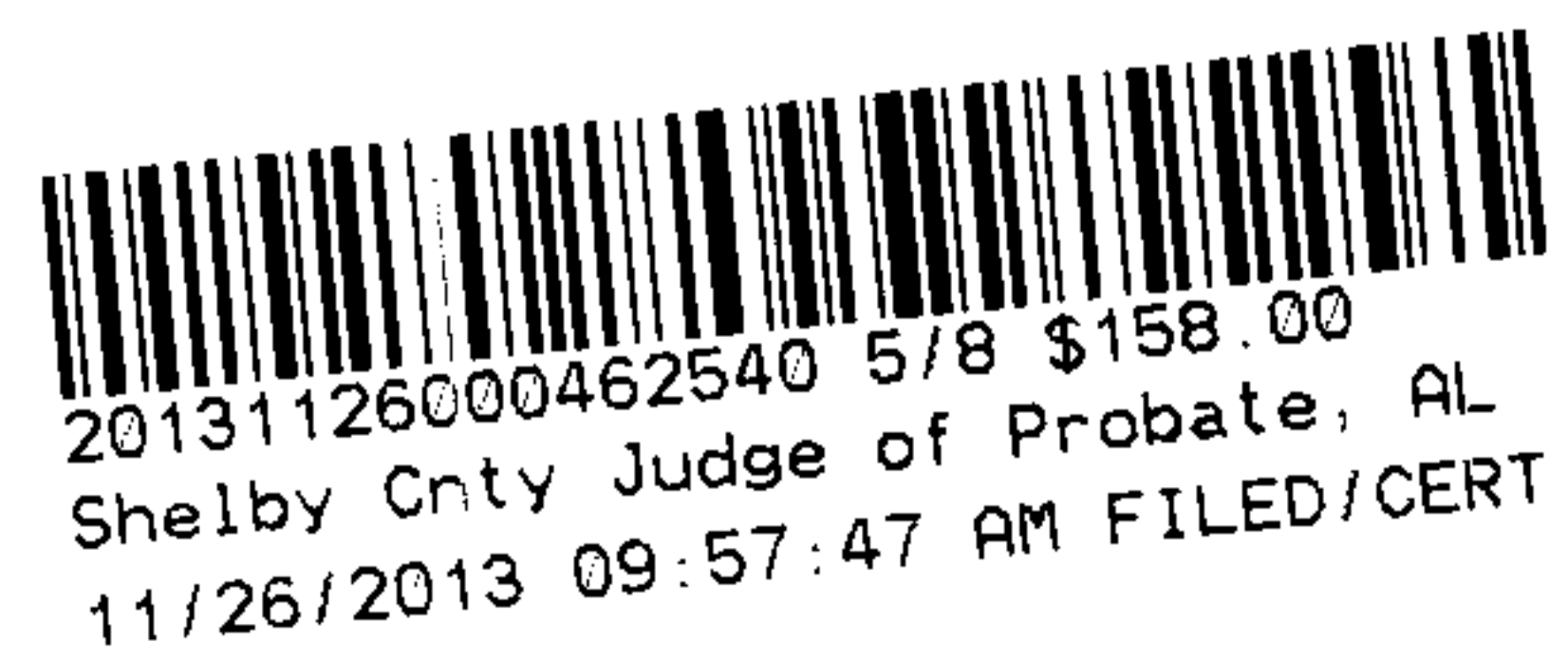
REGISTERED OFFICE AND REGISTERED AGENT

The location and mailing address of the initial registered office of the Company in the State of Alabama is Andrea M. Klinner, 3690 Highway 25, Montevallo, AL 35115 and the name of its initial registered agent at such address is Andrea M. Klinner.

ARTICLE VI

INITIAL MEMBER: ORGANIZER

- (a) The name and mailing address of the initial member of the Company is Andrea M. Klinner, 3690 Highway 25, Montevallo, AL 35115.
- (b) The name and mailing address of the organizer of the Company is Andrea M. Klinner, 3690 Highway 25, Montevallo, AL 35115.



ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

Upon the written consent of the sole member, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Operation Agreement.

ARTICLE VIII

CONTINUATION OF BUSINESS

The cessation of membership in the Company of one or more members will result in dissolution of the Company if there are no remaining members, unless the legal existence and business of the Company is continued and one or more new members are appointed in the manner provided in the Entities Code or the Operating Agreement.

ARTICLE IX

MANAGEMENT


The Company shall be managed by its sole member.

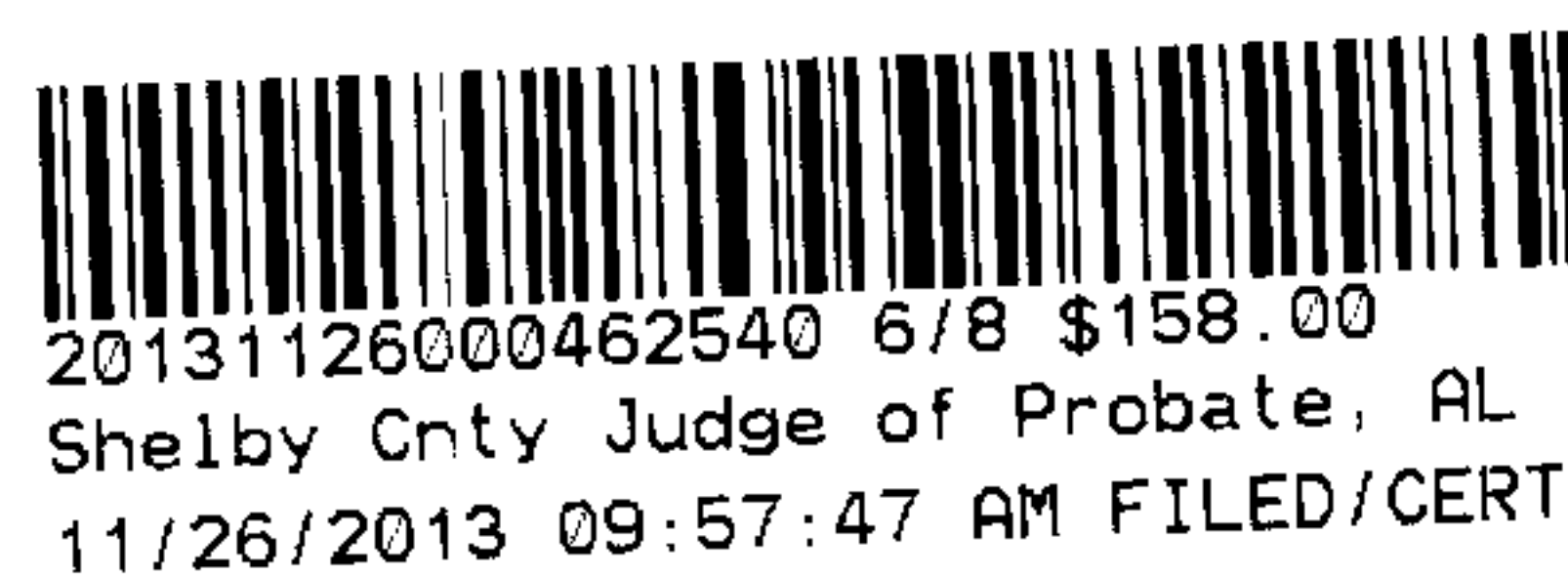
ARTICLE X

OTHER PROVISIONS

Any other provision, not inconsistent with law, for the regulation of the internal affairs of the Company shall be contained in the Operation Agreement.


IN WITNESS WHEREOF, the undersigned, being the organizer hereinbefore named, does hereby make these Articles of Organization and does hereby affirm that the facts stated herein are true, and accordingly does hereunto sign these Articles of Orgainzation on this 13th day of November, 2013.


Andrea M. Klinner



This instrument prepared by:

Andrea M. Klinner
3690 Highway 25
Montevallo, AL 35115


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Jim Bennett
Secretary of State

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

STATE OF ALABAMA

I, Jim Bennett, 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:

uShip Montevallo LLC

This name reservation is for the exclusive use of Andrea K. Garrigan, 3690 Hwy 25, Montevallo, AL 35115 for a period of one year beginning October 23, 2013 and expiring October 23, 2014

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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.

October 23, 2013

Date

A handwritten signature in black ink, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State