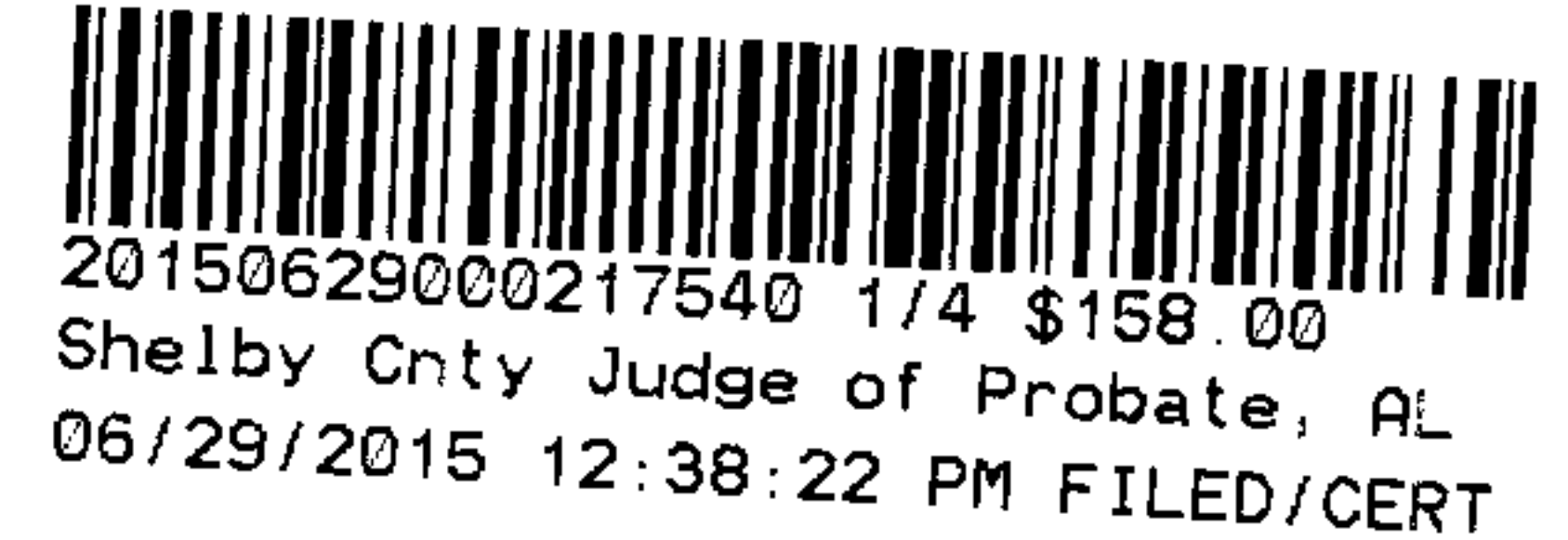


This Instrument Prepared by:
Russell L. Irby, III
1819 Fifth Avenue North, Suite 1000
Birmingham, AL 35203



CERTIFICATE OF FORMATION

OF

CHAD HARTSFIELD INSURANCE AGENCY, INC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, acting as incorporator of a corporation under Title 10A, Chapter 2 of the Alabama Code 1975 (the "Alabama Business Corporation Law"), hereby adopts the following Certificate of Formation for such corporation:

ARTICLE I **NAME OF CORPORATION**

The name of the corporation (the "Corporation") shall be: **Chad Hartsfield Insurance Agency, Inc.**

ARTICLE II **OBJECTS AND PURPOSES**

The objects and purposes for which the Corporation is organized are:

1. To engage in insurance services and all services ancillary or related thereto.
2. To transact any and all lawful business for which corporations may be incorporated under the Alabama Business and Nonprofit Entity Code (the "Entities Code"), the Alabama Business Corporation Law and all applicable laws of the State of Alabama, as such laws may be amended from time to time.
3. To have and to exercise all powers necessary or convenient to effect the above purposes.

The foregoing paragraphs of this Article II, and each phrase thereof, shall be construed, in their broadest sense, as purposes and powers of the Corporation in addition to those powers specifically conferred upon the Corporation by law, and it is hereby expressly provided that the

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

ARTICLE III
**LOCATION OF INITIAL REGISTERED
OFFICE AND INITIAL REGISTERED AGENT**

The location and mailing address of the initial registered office of the Corporation shall be 2054 Belvedere Cove, Birmingham, AL 35242, and the Corporation's initial registered agent at such address shall be Chad Hartsfield.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares of capital stock that the Corporation shall be authorized to issue and have outstanding shall be 1,000 shares of common stock, all of the same class, of One Cent (\$.01) par value.

ARTICLE V
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the Corporation is one (1), and the name and address of the person who is to serve as the initial director until the first annual meeting of the shareholders or until his successor(s) are elected and qualified are as follows:

Chad Hartsfield
2054 Belvedere Cove
Birmingham, AL 35242

ARTICLE VI
STOCK PURCHASES

The Corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the Corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the Corporation available therefor.

ARTICLE VII
LIABILITY OF DIRECTORS

A director of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm by such director on the Corporation or its shareholders; (iii) a violation of Section 10A-2-8.33 of the Code of Alabama of 1975 or any successor provision to such section; (iv) an intentional violation by such director of criminal law; or (v) a breach of

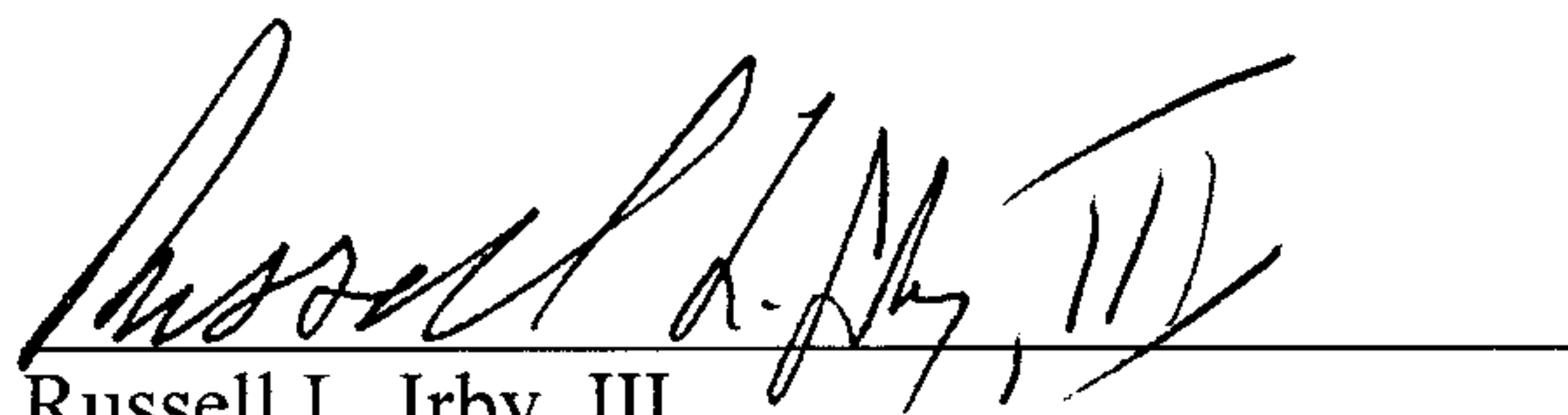
such director's duty of loyalty to the Corporation or its shareholders. If the Alabama Business and Nonprofit Entity Code, the Alabama Business Corporation Law or any successor statutes thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of a director of the Corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by such acts, as amended, or any successor statute thereto. The limitation on liability of directors of the Corporation contained herein shall apply, except to the extent prohibited by law, to liabilities arising out of acts or omissions occurring prior to the adoption of this Article VII. Any repeal or modification of this Article VII by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VIII
INCORPORATOR


The name and address of the incorporator are as follows:

Russell L. Irby, III
1819 Fifth Avenue North, Suite 1000
Birmingham, AL 35203

IN WITNESS WHEREOF, the undersigned incorporator has executed this Certificate of Formation on this **29th** day of **June, 2015**.



Russell L. Irby, III
Incorporator


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Shelby Cnty Judge of Probate, AL
06/29/2015 12:38:22 PM FILED/CERT

JOHN H. MERRILL
SECRETARY OF STATE

ALABAMA STATE CAPITOL
MONTGOMERY, AL 36130

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of the 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:

Chad Hartsfield Insurance Agency, Inc.

This name reservation is for the exclusive use of Butler Snow LLP, 1819 Fifth Avenue North, Suite 1000, Birmingham, AL 35203 for a period of one year beginning June 23, 2015 and expiring June 23, 2016.

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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.

Date June 23, 2015

John H. Merrill

A handwritten signature in black ink, appearing to read 'J. H. Merrill', is written over a horizontal line.

Secretary of State

RES692762