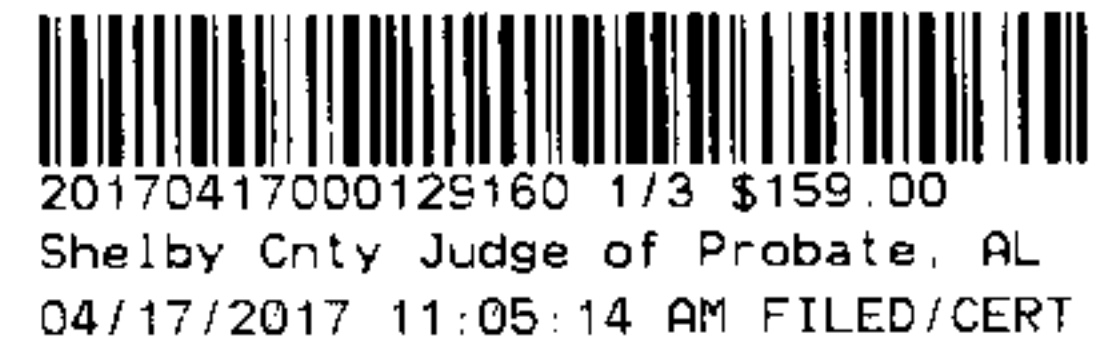


CERTIFICATE OF FORMATION OF

HIGH NOON, LLC



Pursuant to the Provisions of Sections 10A-5-2.01, *et seq.* of the *Code of Alabama* (1975), the undersigned hereby adopt the following Limited Liability Company Certificate of Formation.

ARTICLE I

Name

The name of the limited liability company is **High Noon, LLC**, (the "Company").

ARTICLE II

Duration

The Company shall have a duration from the date of organization until December 31, 2060, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) Own Real Estate.
- (b) To own and operate restaurants, pubs, and other similar ventures and to render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind, and character, which it may legally render;
- (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, 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;
- (e) 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, shares or other interests in, or obligations of, corporations, limited liability companies, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (f) 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
- (g) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

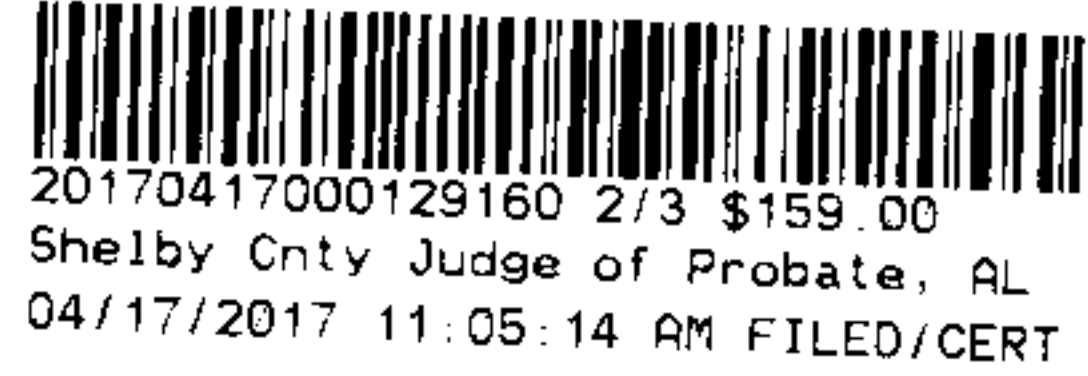
Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 908 Glassford Court, Birmingham, AL 35242 and its registered agent at such address shall be Craig Beegle.

ARTICLE V
Initial Members

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

Beegle Investment, LLC
908 Glassford Ct
Birmingham, AL 35242



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 set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

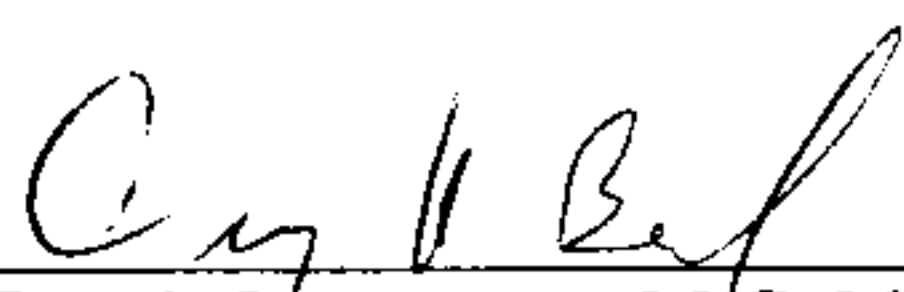
The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE VIII
Managers

The Company shall be managed by managers, and the members shall have no right of direct management of the company, nor the ability to bind the company. The managers of the company shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement. The names and addresses of the managers of the Company, and who shall serve until their successors are elected and begin serving are:


Craig Beegle
Elaine Beegle
908 Glassford Ct
Birmingham, AL 35242

IN WITNESS WHEREOF, these Articles have been subscribed as of the 11 day of April, 2017 by the undersigned member(s), who affirm(s) that the statements made herein are true under the penalties of perjury.



Beegle Investment, LLC, Member
By: Craig Beegle, its Manager

John H. Merrill
Secretary of State


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Shelby Cnty Judge of Probate, AL
04/17/2017 11:05:14 AM FILED/CERT

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:

High Noon, LLC

This name reservation is for the exclusive use of Jeffrey Brumlow, 137 Main St, 202, Trussville, AL 35173-1442 for a period of one year beginning April 11, 2017 and expiring April 11, 2018



RES755873

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 11, 2017

Date



John H. Merrill

Secretary of State