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Shelby Cnty Judge of Probate, AL  
11/28/2017 11:13:53 AM FILED/CERT

**ARTICLES OF ORGANIZATION  
OF  
Pentoir Luxury Automotive L.L.C.  
A LIMITED LIABILITY COMPANY  
ORGANIZED UNDER THE LAWS OF ALABAMA**

The undersigned, acting as the organizers of a limited liability company under the Alabama Limited Liability Company Act (the "Act"), hereby adopt the following Articles of Organization for Pentoir Luxury Automotive L.L.C. Limited Liability Company (hereinafter called the "Company").

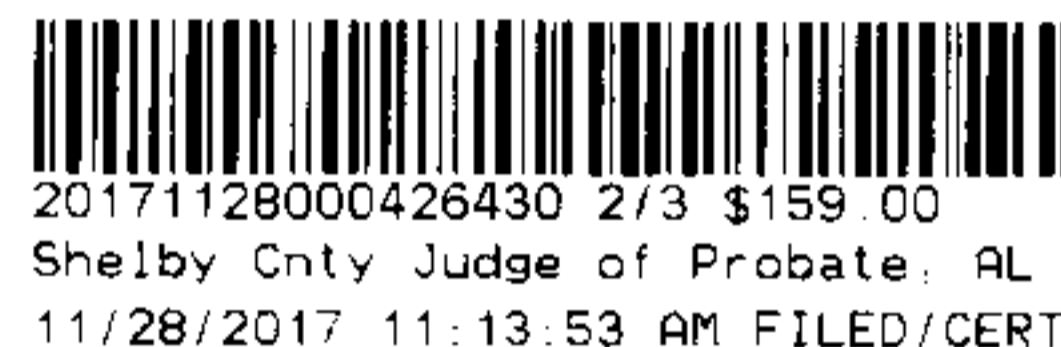
1. The name of the Company Pentoir Luxury Automotive L.L.C., a Limited Liability Company (LLC).
2. The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act, or other applicable laws.
3. The Company is organized for the purpose of engaging in the business of Automotive Sales, Repairs, Storage, Dealership, Marketing, Leasing and/or any other legally authorized business in the State of Alabama as defined in the Code of Alabama and other business reasonably related to this type of business.
4. The mailing address of the initial registered office is 404 Business Center Drive Birmingham, Alabama 35244 and the name of the initial registered agent of the Company at such address is Jonathan E. Stephens.
5. The name and address of the initial member of the Company is:

Jonathan E. Stephens

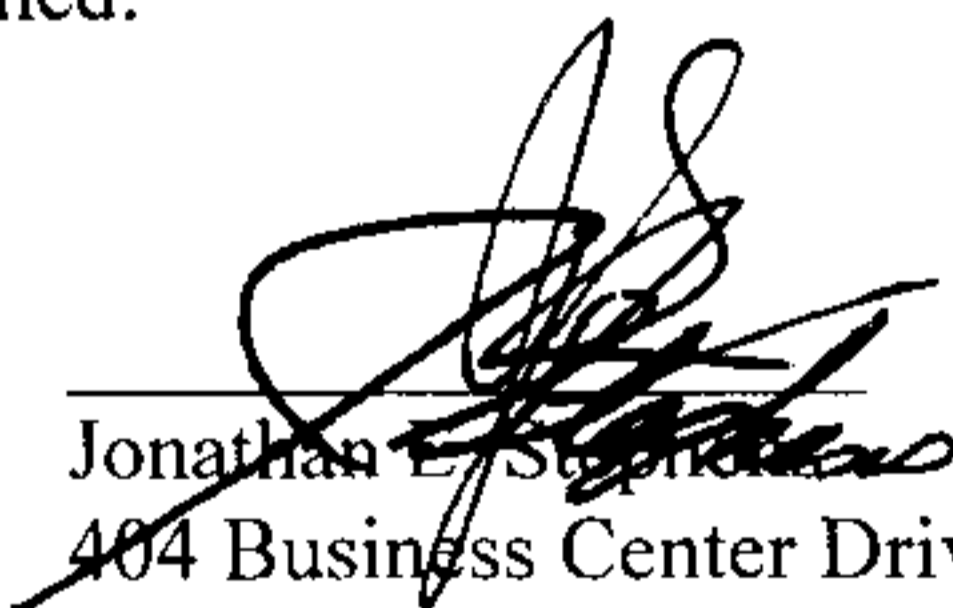
404 Business Center Drive  
Birmingham, Alabama 35244

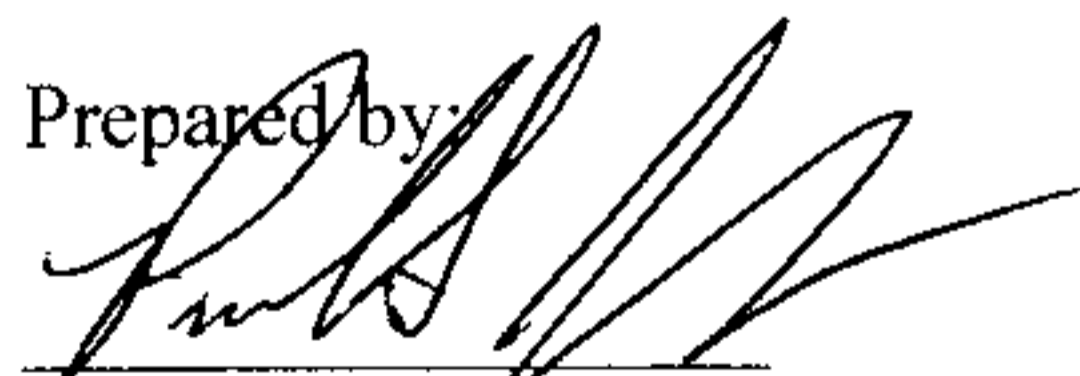
6. The initial member of the Company may admit additional members at such times and upon such terms and conditions as may be agreed by the Company and the additional members.
7. The legal existence and business of the Company may be continued by the written consent of all the remaining members within 90 days after an event of disassociation of a member.
8. The Company shall be managed by one or more managers. The name and mailing address of the initial manager, who shall serve as manager until the first annual meeting of member of the Company or until his successor is duly elected, is:

Jonathan E. Stephens  
404 Business Center Drive  
Birmingham, Alabama 35244



IN WITNESS WHEREOF, these Articles of Organization have been executed on this the 31<sup>st</sup> day of October, 2017 by the undersigned.

  
Jonathan E. Stephens  
404 Business Center Drive  
Birmingham, Al. 35244

Prepared by:  
  
Paul A. Irwin Jr.  
P.O. Box 550361  
Birmingham, Al. 35255  
(205)591-0911

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:

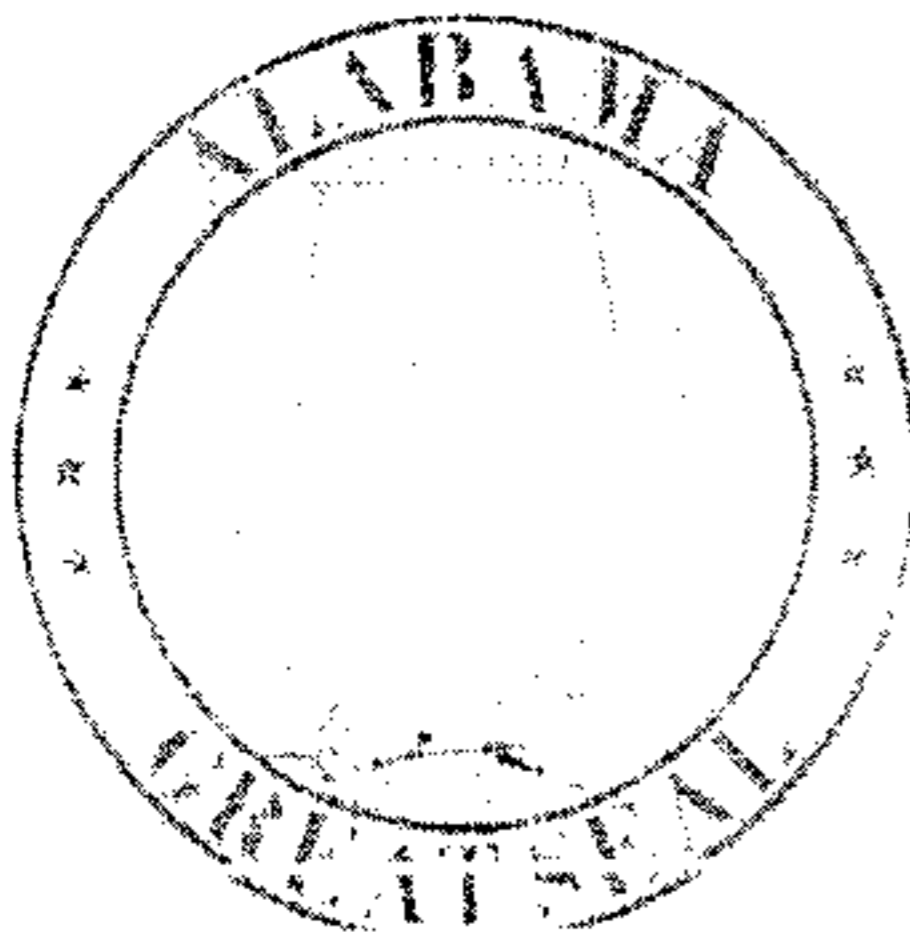
**Pentoir Luxury Automotive, L.L.C.**

This name reservation is for the exclusive use of Jonathan E. Stephens, 404 Business Center Drive, Birmingham, AL 35244 for a period of one year beginning November 07, 2017 and expiring November 07, 2018



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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.**



November 07, 2017

Date

RES777055

John H. Merrill

Secretary of State