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# CERTIFICATE OF FORMATION

# OF

# ANDREW WARMAN REAL ESTATE, L.L.C.

## An Alabama Limited Liability Company

STATE OF ALABAMA )
:
SHELBY COUNTY )

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of *Code of Alabama* § 10A-5A-1.01, *et seq.*, the undersigned hereby adopts the following Limited Liability Company Certificate of Formation.

## ARTICLE I

## NAME

The name of the Limited Liability Company shall be Andrew Warman Real Estate, L.L.C.

## ARTICLE II

## DURATION

The duration of the Limited Liability Company shall be perpetual.

## ARTICLE III

## PURPOSES

The Limited Liability Company has been organized for purposes of owning, operating, leasing, and selling commercial and residential real estate of all types, nature, and character, both inside and outside the State of Alabama.

In furtherance of these goals, the Limited Liability Company shall have all rights, powers, and authority conferred under, or by virtue of, the Alabama Limited Liability Company Act, the laws of the United States, and/or the provisions of this Certificate of Formation and the Limited Liability Company's Operating Agreement.

## ARTICLE IV

## REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent shall be Andrew Warman, and the Registered Office shall be located at 100 Scarlet Oak Drive, Maylene, Alabama, 35114. The Registered Agent and Registered Office may be changed and/or amended from time to time by filing an appropriate amendment to this Certificate of Formation in the Office of the Judge of Probate of

Shelby County, Alabama and the Alabama Secretary of State's Office. Upon amendment of the Certificate of Formation changing the name of the Registered Agent and/or the Registered Office, the Member or Members shall also modify the Company's Operating Agreement so as to appropriately amend the name of the Registered Agent and the Registered Office of said Company.

## ARTICLE V

## NAME AND ADDRESS OF INITIAL MEMBER

The name and mailing address of the initial member of the Limited Liability Company is as follows:

Andrew E. Warman
100 Scarlet Oak Drive
Maylene, AL 35114

## ARTICLE VI

## ADMISSION OF NEW MEMBERS

The initial Member or Members of the Limited Liability Company may admit additional members pursuant to the express provisions of the Operating Agreement.

## ARTICLE VII

## OPERATING AGREEMENT

In the event of the admission of additional Members, as specified in Article VI of this Certificate of Formation, above, then each additional Member shall agree to adopt and be bound by the Operating Agreement, which shall govern the conduct of Members, as well as the business of the Limited Liability Company, at all times in the future. No Operating Agreement, however, will be adopted by the sole Member and Member Manager unless or until a second Member is admitted.

## ARTICLE VIII

## RIGHT TO CONTINUE LIMITED LIABILITY ASSOCIATION AFTER DISASSOCIATION OF A MEMBER

In the event of the disassociation of any Member of the Limited Liability Company, the remaining Members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company.

## ARTICLE IX

## MANAGER

The initial Manager of the Limited Liability Company shall be Andrew Warman, who shall manage the Limited Liability Company unless or until such time as a successor is elected and duly qualified. The Manager may be terminated at any time pursuant to the Operating



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Agreement.

IN WITNESS WHEREOF, the undersigned, being the initial Member of the Limited Liability Company has executed this Certificate of Formation on this the 11TH day of January, 2019.

ANDREW E. WARMAN

STATE OF ALABAMA )
:
SHELBY COUNTY )

Before me, the undersigned authority, a Notary in and for said County and State, personally appeared ANDREW E. WARMAN, who after being duly sworn, did state on oath that he is over the age of nineteen (19) years and a resident citizen of the State of Alabama, that he has read the foregoing, understands its contents, and voluntarily executes the same on the date first set forth above.

NOTARY PUBLIC
My commission expires:

[NOTARY SEAL]

STATE OF ALABAMA NOTARY PUBLIC
KEYSHA THOMASTON
My Commission Expires
April 26, 2020

THIS DOCUMENT PREPARED BY:

Scott R. Talkington, L.L.C.
8337 Crossland Loop
Montgomery, AL 36117
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E-Mail: talkingtonlaw@knology.net

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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:

**Andrew Warman Real Estate LLC**

This name reservation is for the exclusive use of Scott R. Talkington, L.L.C., PO Box 241742, Montgomery, AL 36124 for a period of one year beginning January 15, 2019 and expiring January 15, 2020

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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.**

RES824320

January 15, 2019

**Date**

J. H. Merrill

**John H. Merrill** **Secretary of State**