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Shelby Cnty Judge of Probate, AL  
06/27/2011 03:04:20 PM FILED/CERT

**CERTIFICATE OF FORMATION  
OF  
CRIKEY, LLC**

For the purpose of forming a limited liability company under the Alabama Limited Liability Company Law and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Law"), the undersigned does hereby sign and adopt this Certificate of Formation, and, upon filing for record of this Certificate of Formation in the office of the Judge of Probate of Shelby County, Alabama, the existence of a limited liability company (hereinafter referred to as the "Company"), under the name set forth in Section I hereof, shall commence.

**SECTION I  
NAME**

The name of the Company shall be Crikey, LLC.

**SECTION II  
TYPE OF ENTITY**

The Company shall be formed as a limited liability company.

**SECTION III  
PERIOD OF DURATION**

The duration of the Company shall be perpetual.

**SECTION IV  
PURPOSES, OBJECTS AND POWERS**

4.1 Without limiting the scope and generality of the purposes, objects and powers of the Company granted by the Law, the Company shall have the power to:

(a) Develop, own and/or manage real estate properties and to engage in all other activities related or incidental thereto; and

(b) engage in any lawful business, act or activity for which a company may be organized under the Law, it being the purpose and intent of this Section IV to invest the Company with the broadest purposes, objects and powers lawfully permitted a company formed under the Law.

4.2 All words, phrases and provisions appearing in this Section IV are used in their broadest sense, are not limited by reference to, or inference from, any other words, phrases or provisions and shall be so construed.



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**SECTION V**  
**REGISTERED OFFICE AND REGISTERED AGENT**

5.1 The location and mailing address of the initial registered office of the Company shall be 103 New Venture Way, Alabaster, AL 35007.

5.2 The initial registered agent at such address shall be Andre Moore.

**SECTION VI**  
**ORGANIZER**

The name and mailing address of the Organizer are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Andre Moore	103 New Venture Way Alabaster, AL 35007

**SECTION VII**  
**ADMISSION OF ADDITIONAL MEMBERS**

From and after the date of the formation of the Company, any person or entity acceptable to all of the Members may become a Member in this Company either by the issuance by the Company of membership interests for such consideration as the Members by their votes shall determine, or as a transferee of a Member's membership interest or any portion thereof as approved by the Members by their vote, subject to the terms and conditions of this Certificate of Formation and the Operating Agreement.

**SECTION VIII**  
**CLASSES OR GROUPS OF MEMBERSHIP INTERESTS**

The relative rights, powers and duties for classes or groups of membership interests, if any, are set forth in full in the Operating Agreement of the Company, as the same may be in effect from time to time.

**SECTION IX**  
**CONTINUATION OF BUSINESS**

In the event of the death, retirement, resignation, or expulsion of a Member, the remaining Member or Members, if any, shall automatically continue the business of the Company.

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## **SECTION X** **MANAGEMENT**

The business and affairs of the Company shall be managed by one or more Managers. The name and mailing address of the initial Manager are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Andre Moore	103 New Venture Way Alabaster, AL 35007

## **SECTION XI** **INTERNAL AFFAIRS**

11.1 The provisions of Sections 11.2 to 11.3 for the regulation of the business and for the conduct of the affairs of the Company and its Members are hereby adopted.

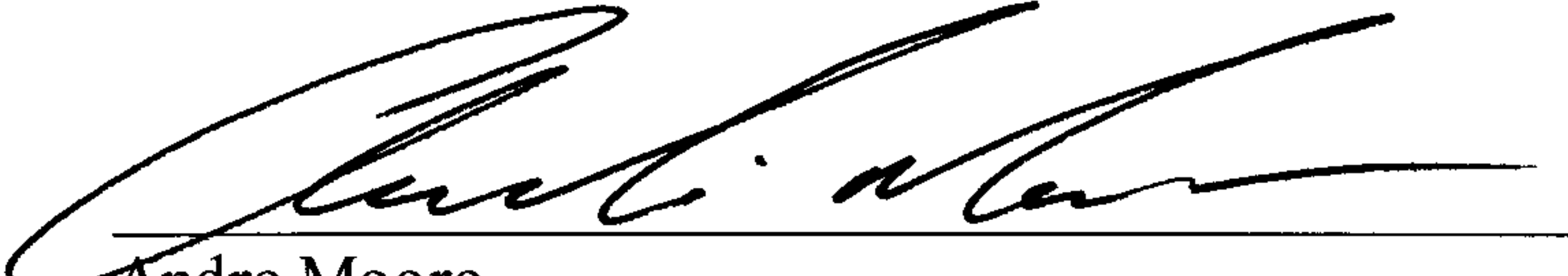
11.2 The initial Operating Agreement of the Company shall be adopted by the initial Member. The power to alter, amend, or repeal the Operating Agreement or adopt a new Operating Agreement shall be vested in the Members, which power may be exercised in the manner and to the extent provided in the Operating Agreement. The Operating Agreement may contain any provisions for the regulation of the business and for the conduct of the affairs of the Company or the Members, not inconsistent with the Law or this Certificate of Formation. The Operating Agreement as so adopted and as may be amended from time-to-time, is hereby incorporated herein by reference as if set out in full herein.

11.3 This Certificate of Formation may be amended, altered, or repealed from time to time in the manner now or hereafter prescribed in this Certificate of Formation, the Operating Agreement, or as permitted by the Law.

(signature page follows)



**IN TESTIMONY WHEREOF**, witness the hand and seal of the undersigned Organizer on this the 22 day of June, 2011.

  
Andre Moore

THIS INSTRUMENT PREPARED BY:  
David H. Humber  
Maynard, Cooper & Gale, P.C.  
2400 Regions/Harbert Plaza  
1901 Sixth Avenue North  
Birmingham, Alabama 35203-2618  
(205) 254-1000

Beth Chapman  
Secretary of State

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

# STATE OF ALABAMA

I, Beth Chapman, 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:

**Crikey, LLC**

This domestic limited liability company name is proposed to be formed in Alabama and is for the exclusive use of TERRIE A. SADBERRY, 1901 6TH AVE N STE 2400, BIRMINGHAM, AL 35203 for a period of one hundred twenty days beginning June 14, 2011 and expiring October 13, 2011

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.



582-213

June 16, 2011

Date

*Beth Chapman*  
Beth Chapman Secretary of State