

CERTIFICATE OF FORMATION
OF
EARTHFACE ADVENTURES, LLC

The undersigned, for the purpose of forming a limited liability company under the Alabama Limited Liability Law (the “Act”), hereby files this Certificate of Formation with the Probate Judge of the County in which the initial registered office of the limited liability company will be located, and attest that the facts stated in this Certificate of Formation are true and correct.

I. NAME

The name of this filing entity shall be Earthface Adventures, LLC (the “Company”).

II. TYPE OF FILING ENTITY

The Company shall be a limited liability company.

III. DURATION

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with this Certificate of Formation or the Company’s Operating Agreement (the “Operating Agreement”).

IV. PURPOSES

The nature of the business of the Company and its purposes are to carry on any lawful business whatsoever which is calculated, directly or indirectly, to promote the interest of the Company or to enhance the value of its properties.

V. REGISTERED AGENT AND OFFICE

The location and mailing address of the initial registered office of the Company shall be 100 Silverleaf Circle, Pelham, Alabama 35124, and its registered agent at such address shall be Michael Phillips.

VI. INITIAL MEMBER

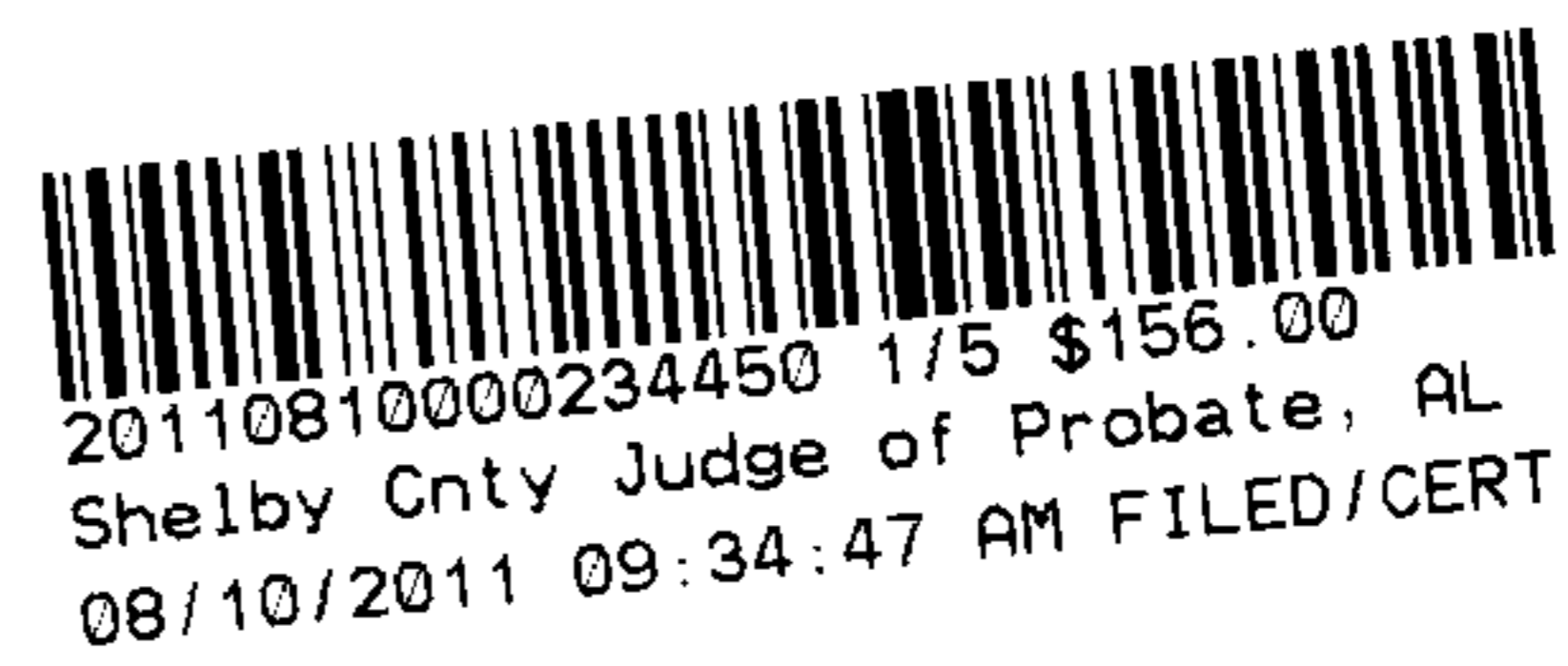
The name and address of the initial member of the Company is:

MEMBER

Michael Phillips

ADDRESS

100 Silverleaf Circle
Pelham, Alabama 35124



VII. INITIAL MANAGER

The management of the Company's business shall be vested in one or more managers elected by the members in accordance with the terms and provisions of the Operating Agreement. The initial number of managers of the Company shall be one. The number of managers may be increased or decreased in accordance with the terms of the Operating Agreement of the Company. The name and mailing address of the person who shall serve as manager until the first annual meeting of members and until his successor is elected and shall qualify is as follows:

NAME

ADDRESS

Michael Phillips

100 Silverleaf Circle
Pelham, Alabama 35124

VIII. ORGANIZER

The name and address of the organizer of the Company is J. Dale Gipson, 2101 W. Clinton Avenue, Suite 102, Huntsville, Alabama 35805.


IX. ADDITIONAL MEMBERS

The member and any subsequent members of the Company reserve the right to admit additional members in accordance with the terms and conditions of the Operating Agreement.

X. DISSOLUTION CAUSE BY CESSATION OF MEMBERSHIP

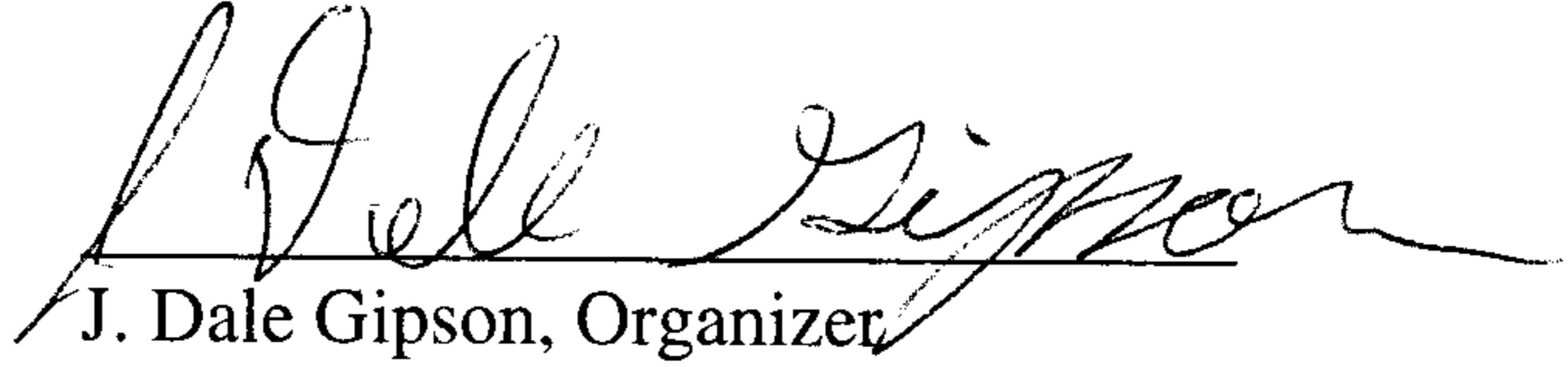
The cessation of membership of one or more members for any reason shall not cause the dissolution of the Company.

[SIGNATURE PAGE TO FOLLOW]



20110810000234450 2/5 \$156.00
Shelby Cnty Judge of Probate, AL
08/10/2011 09:34:47 AM FILED/CERT

SIGNATURE PAGE TO CERTIFICATE OF FORMATION

IN WITNESS WHEREOF, the undersigned Organizer has executed this Certificate of Formation as of the 8th day of August, 2011.


J. Dale Gipson, Organizer

This Instrument Prepared by:
J. Dale Gipson, Esq.
LANIER FORD
2101 W. Clinton Avenue, Suite 102
Huntsville, Alabama 35805
Telephone: (256) 535-1100
Facsimile: (256) 382.0598
LanierFord.com


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Shelby Cnty Judge of Probate, AL
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STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned, Judge of Probate in and for the County and State aforesaid, hereby certify that the within and foregoing is a true, correct, and complete copy of the Certificate of Formation of EARTHFACE ADVENTURES, LLC, as the same appears of record in my office.

Given under my hand and seal of office on this _____ day of August, 2011.

Judge of Probate



20110810000234450 4/5 \$156.00
Shelby Cnty Judge of Probate, AL
08/10/2011 09:34:47 AM FILED/CERT

Beth Chapman
Secretary of State

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:

Earthface Adventures, LLC

This domestic limited liability company name is proposed to be formed in Alabama and is for the exclusive use of MICHAEL PHILLIPS, 100 SILVERLEAF CIRCLE, PELHAM, AL 35124 for a period of one hundred twenty days beginning July 26, 2011 and expiring November 24, 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.



584-452

July 27, 2011

Date

Beth Chapman

Beth Chapman

Secretary of State