STATE OF ALABAMA)

SHELBY COUNTY)

20111026000320760 1/5 $156.00
Shelby Cnty Judge of Probate, AL
10/26/2011 02:40:41 PM FILED/CERT

CERTIFICATE OF FORMATION

OF

ADVANCE ATM'S, LLC

Pursuant to the provisions of the Alabama Business and Nonprofit Entity Code, §10A-1-1.01 et seq., Code of Alabama, 1975 (the "Entity Code"), including Title 10A, Chapter 5, the Alabama Limited Liability Company Law (the "Law"), the undersigned hereby files the following Limited Liability Company Certificate of Formation.

ARTICLE I.

Name

The name of the limited liability company is Advance ATM's, LLC, (the "Company").

ARTICLE II.

Type of Entity

The Company is being formed as a limited liability company pursuant to the provisions of the Law.

ARTICLE III.

Purposes

The purposes for which the Company is formed are:

(a) To engage in the business of owning, operating, and maintaining automated teller (ATM) and cash dispensing machines;

(b) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

(c) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(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 Law.

ARTICLE IV.
Duration

Pursuant to §10A-1-3.03 of the Entity Code, the Company shall have perpetual duration, unless it is dissolved and its affairs wound up in accordance with the Entity Code and the Law, or as provided in the Company's Operating Agreement.

ARTICLE V.
Registered Agent; Registered Office

The location and street address of the initial registered office shall be 140 High Hampton Drive, Pelham, Alabama 35124, and its registered agent at such address shall be Ken Shannon, Jr.

ARTICLE VI.
Organizer

The name and mailing addresses of the organizer of the Company is:

Name	Address
Ken Shannon, Jr.	140 High Hampton Drive Pelham, Alabama 35124

ARTICLE VII.

Additional Members

Additional members may not be admitted without the prior written consent of all the Members. Unless specifically provided for otherwise in the written consent of the Members, the operating agreement shall set forth the terms and conditions for the admission of the additional members.

ARTICLE VIII.

Initial Manager

The Company's business and affairs shall be managed by one or more managers. The name and business address of the initial manager who is to serve as the manager until the first annual meeting of the Members or until his successor is elected and qualified is as follows:

Name	**Address**
Ken Shannon, Jr.	140 High Hampton Drive Pelham, Alabama 35124

ARTICLE IX.

Right to Continue Business

Upon the death, retirement, resignation, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member ("Dissolution Event") in the Company, the business of the Company may be continued so long as there is at least one remaining Member and all remaining Members consent to the continuation of business. The Managers of the Company shall call a Special Meeting of Members to be held within ninety (90) days after the Dissolution Event for purposes of determining whether the business should be continued.

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ARTICLE X.

Assignment

Except as otherwise provided in the operating agreement of the Company, a Member may not assign, in whole or in part his interest in the Company without the prior written consent of all the Members.

IN WITNESS WHEREOF, the undersigned, has duly executed this Certificate of Formation this ______ day of October, 2011.

(Signature)______________________
Ken Shannon, Jr., Organizer

THIS INSTRUMENT WAS PREPARED BY:
Steven N. Smith
Steven N. Smith, P.C.
1121 Riverchase Office Road
Birmingham, AL 35244

Beth Chapman
Secretary of State

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

STATE OF ALABAMA

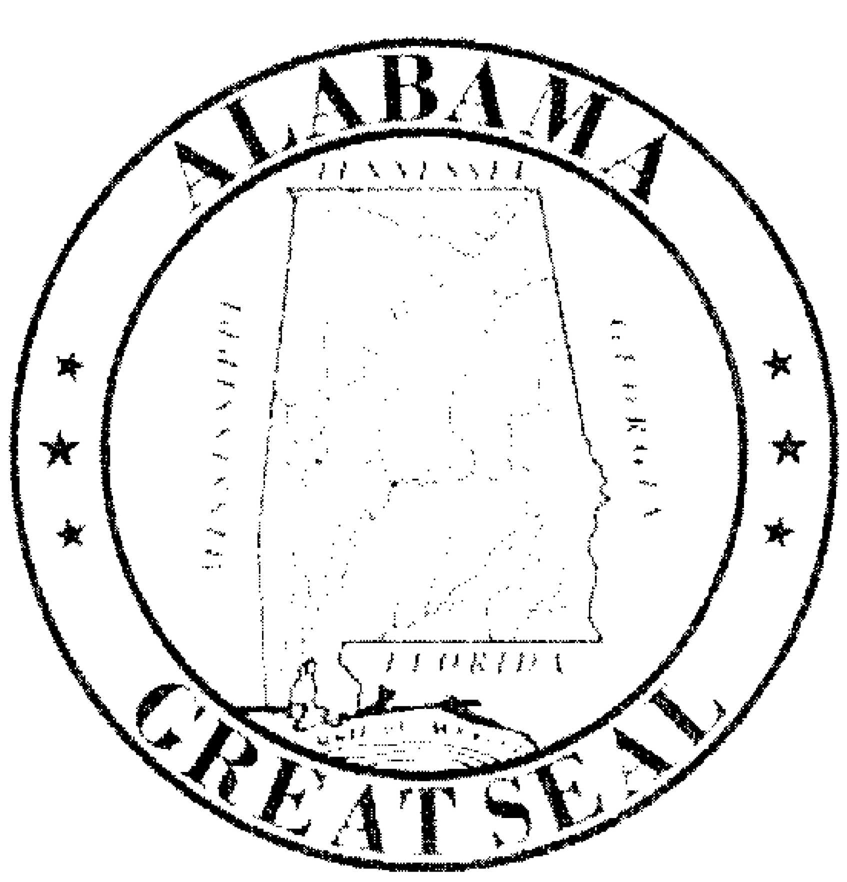
I, Beth Chapman, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

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:

Advance ATM's, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Steven N. Smith, P.C., 1121 Riverchase Office Road, Birmingham, AL 35244 for a period of one hundred twenty days beginning October 19, 2011 and expiring February 16, 2012.

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.



589-924

October 19, 2011

Date

Beth Chapman

Beth Chapman **Secretary of State**