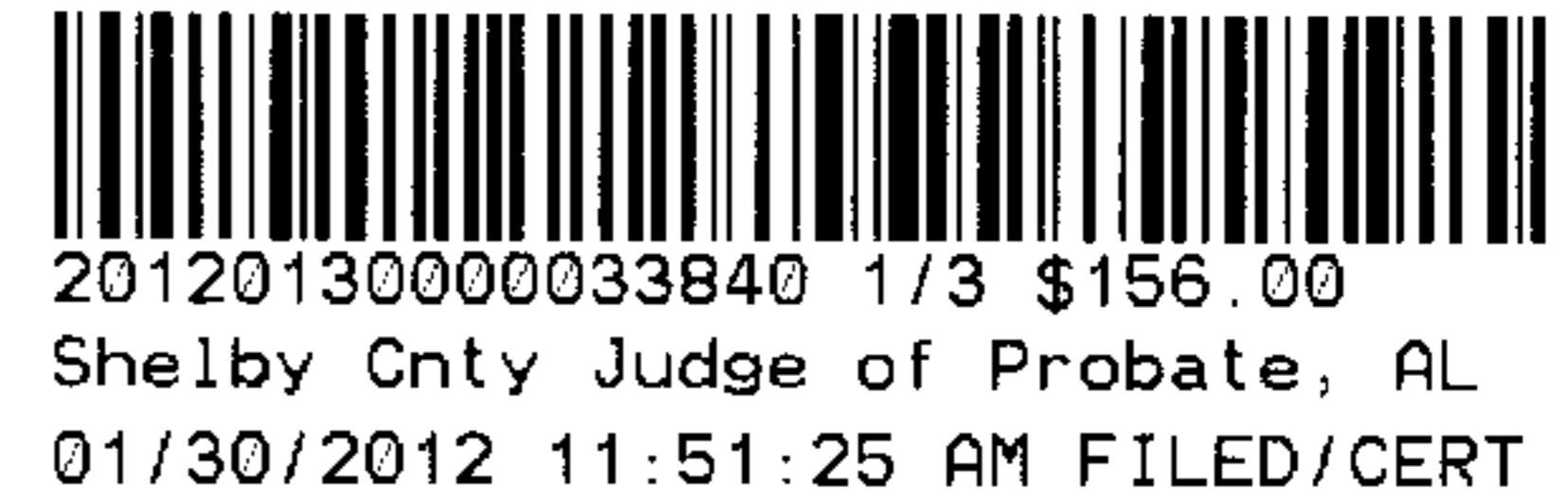


CERTIFICATE OF FORMATION

OF

APCO CUSO Incorporated



ARTICLE I

Name

The name of the corporation is **APCO CUSO Incorporated**

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purposes

The corporation is organized for the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business and Nonprofit Entities Code or similar laws.

ARTICLE IV

Authorized Shares

The corporation is authorized to issue up to 1000 shares of common capital stock and up to 1000 shares of preferred stock.

ARTICLE V

Registered Office

The street address of the registered office of the corporation is 301 Huntley Parkway, Pelham, AL 35124. The initial registered agent at that address is V. Merrill Mann.

ARTICLE VI

Directors

The corporation is authorized to have between three and nine directors, inclusive, and the number of directors shall be determined by the shareholders. The number of directors constituting the initial board of directors shall be the same number as the number of persons listed below in this article. The names and

addresses of the persons constituting the initial board of directors, who are to serve as directors until the annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

| <u>Name</u> | <u>Address</u> |
|-----------------------|--|
| 1. V. Merrill Mann | 401 Worthington Drive, Trussville AL 35173 |
| 2. M Blane Mink | 2052 White Post Road, Hueytown AL 35023 |
| 3. Derrick E. Ragland | 114 Post Oak Drive, Trussville, AL 35173 |

ARTICLE VII

Incorporators


The name and address of the incorporator/organizer is APCO Employees Credit Union 301 Huntley Parkway, Pelham, AL 35124.

IN WITNESS WHEREOF, the undersigned incorporator/organizer APCO Employees Credit Union has executed these articles of incorporation/certificate of formation, on this 27th day of January, 2012.

APCO Employees Credit Union

By: V. Merrill Mann
V. Merrill Mann, President

This instrument is prepared by Christopher Gerety, whose address is: 750 17th Street North, Birmingham, AL 35203.


20120130000033840 2/3 \$156.00
Shelby Cnty Judge of Probate, AL
01/30/2012 11:51:25 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 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:

APCO CUSO Incorporated

This domestic business corporation is proposed to be formed in Alabama and is for
the exclusive use of APCO Employees Credit Union, P.O. Box 2288, Birmingham,
AL 35201 for a period of one hundred twenty days beginning January 27, 2012
and expiring May 26, 2012.



20120130000033840 3/3 \$156.00
Shelby Cnty Judge of Probate, AL
01/30/2012 11:51:25 AM FILED/CERT



595-666

**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.**

January 27, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State