

CERTIFICATE OF FORMATION

CAE ENTERPRISES, LLC

Pursuant to and in accordance with the Alabama Business and Nonprofit Entity Code, Ala. Code § 10A-1-1.01, et seq., the undersigned hereby adopts the following Certificate of Formation for :

Article I COMPANY TYPE AND NAME

The company is a Limited Liability Company named **CAE Enterprises, LLC** (the "Limited Liability Company").

Article II DURATION

The duration of the Limited Liability Company is perpetual.

Article III BUSINESS PURPOSE

The Limited Liability Company is organized to perform any and all lawful acts pertaining to the management of any lawful business, as well as to engage in and to do any lawful act concerning any and all lawful business for which a Limited Liability Company may be organized under the laws of the state of Alabama and any amendments thereto, including but not limited to warehousing and selling automobile parts, paint, and similar products and related services to businesses in the auto repair industry.

Article III REGISTERED AGENT

The street address and name of the registered agent for the Limited Liability Company is Jan Martin, 200 Applegate Trace, Pelham, AL 35124-2944.

Article IV ORGANIZER

The name and address of the organizer of the Limited Liability Company is B. Judson Hennington III, 8008 Castlehill Road, Birmingham, AL 35242.

Article V MANAGEMENT

The Limited Liability Company shall be managed by its Members in accordance with applicable law and the terms of the Limited Liability Company Operating Agreement.

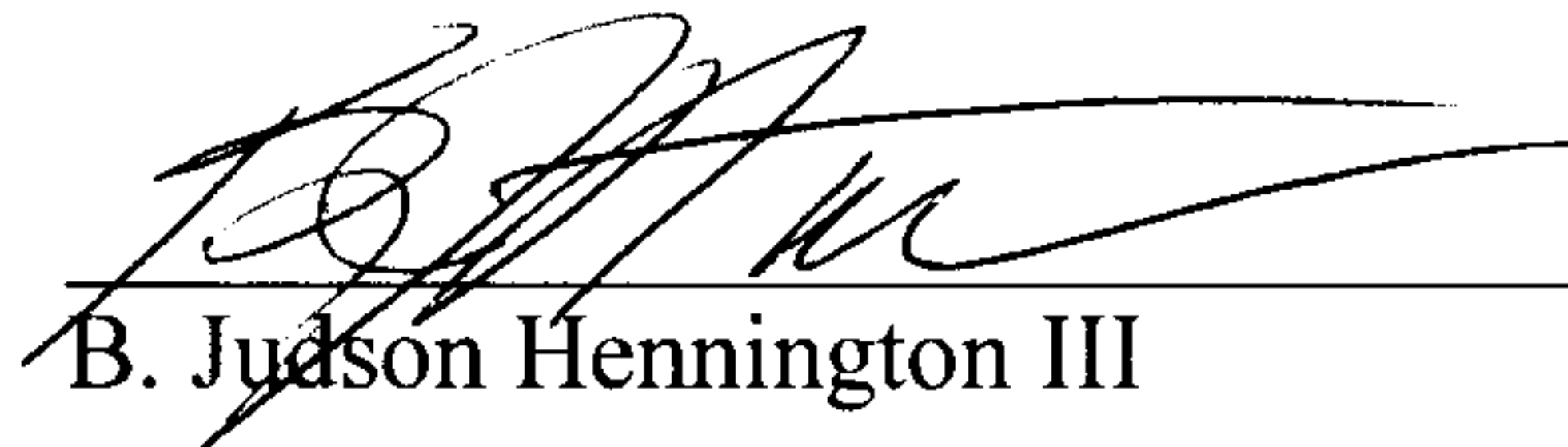
Article VI
ADMISSION OF ADDITIONAL MEMBERS; CESSATION OF MEMBERSHIP

Subject to applicable law, the circumstances under which membership in the Limited Liability Company ceases, and the terms and conditions under which additional members of the Limited Liability Company may be admitted, whether by acquisition of an interest directly from the Limited Liability Company or by assignment of an interest of a member, shall be set forth in and governed by the Limited Liability Company Operating Agreement.

Article VII
OTHER MATTERS

Any provision that is not inconsistent with laws governing the regulation of the internal affairs of the Limited Liability Company may be set forth in the Limited Liability Company's operating agreement.

In Witness Whereof, the undersigned organizer has executed this Certificate of Formation on March 19, 2012.



B. Judson Hennington III



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Shelby Cnty Judge of Probate, AL
04/03/2012 09:25:17 AM FILED/CERT

Beth Chapman
Secretary of State

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

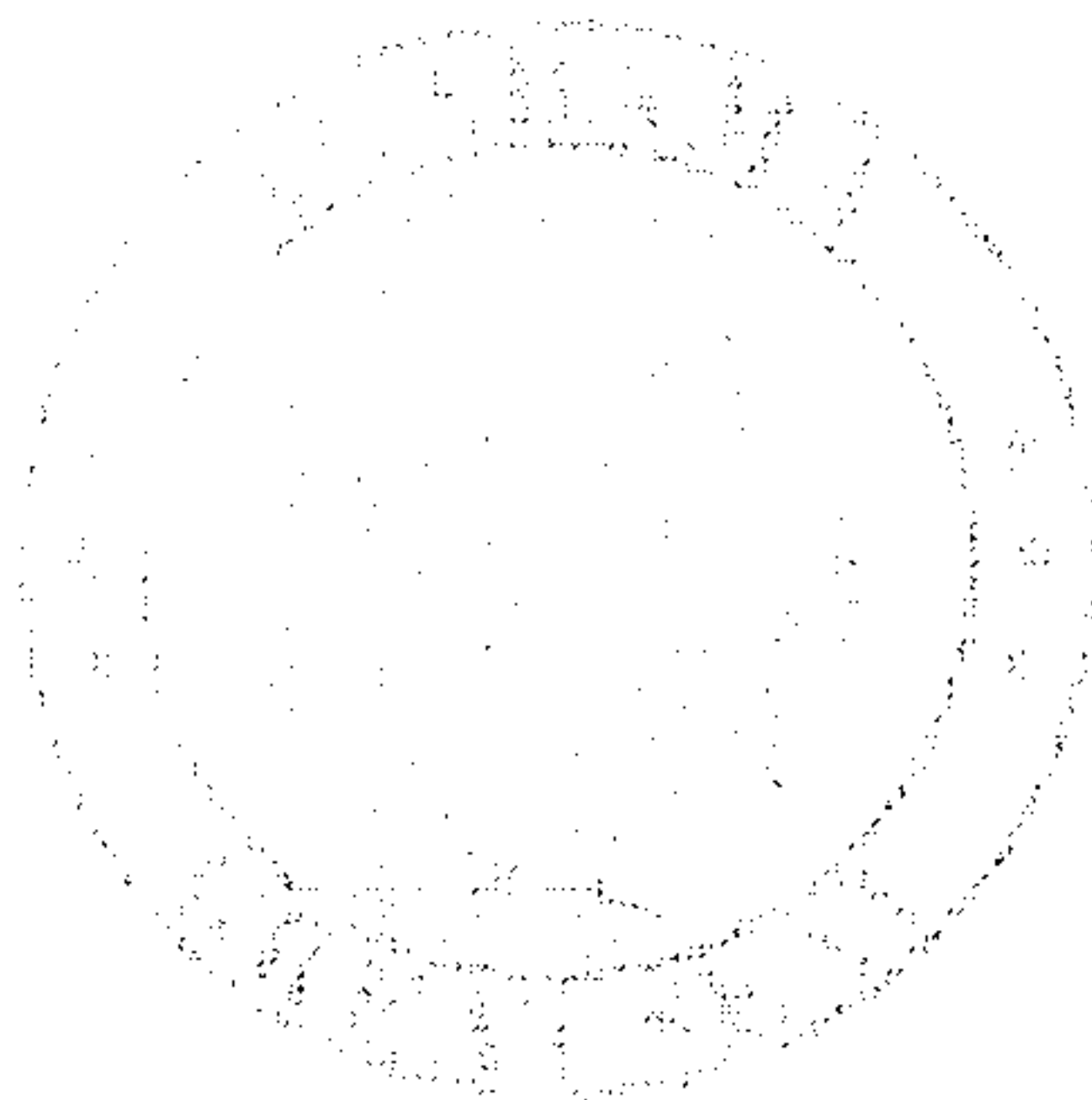
STATE OF ALABAMA

**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:

CAE Enterprises, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Jan Martin, 200 Applegate Trace, Pelham, AL 35124-
2944 for a period of one hundred twenty days beginning January 13, 2012 and
expiring May 12, 2012.



594-761

**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 13, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State