


CERTIFICATE OF FORMATION
OF
HORSLEY PROPERTIES, LLC


20120507000158970 1/4 \$156.00
Shelby Cnty Judge of Probate, AL
05/07/2012 10:21:19 AM FILED/CERT

THE UNDERSIGNED, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Law, as the same now exists or as may hereafter be amended (the "Law"), does hereby adopt the following Certificate of Formation:

ARTICLE I.

The name of the Company is "Horsley Properties, LLC" (the "Company").

ARTICLE II.

The purposes for which the Company is formed are:

- (a) To own and manage real estate and other investments.
- (b) To transact any lawful business for which limited liability companies may be organized under the Law.

ARTICLE III.

The existence of the Company shall commence on the date of the filing of this Certificate of Formation in the Office of the Judge of Probate of Shelby County, Alabama, and shall be terminated upon the earlier to occur of (i) the written consent of all the members to terminate the Company; (ii) as provided in the Operating Agreement; or (iii) as may be required under the Law.

ARTICLE IV.

The street address and mailing address of the initial registered office of the Company is 5451 Palomino Trail, Birmingham, AL 35242. The name of the initial registered agent at the said registered office is Richard D. Horsley .

ARTICLE V.

The name of the Organizer is Gregory D. Hyde, Esq., at Dominick Feld Hyde, 2000 SouthBridge Parkway, Suite 500, Birmingham, Alabama 35209.

ARTICLE VI.

The Company shall admit additional members only upon the terms and conditions set forth in the Operating Agreement.

ARTICLE VII.

The cessation of membership of one or more members will result in termination of the Company if there are no remaining members, unless the legal existence and business of the Company is continued and one or more new members is appointed in the manner provided in the Operating Agreement.

ARTICLE VIII.

The names and mailing addresses of the initial members of the Company are as follows:

Richard D. Horsley	5451 Palomino Trail Birmingham, AL 35242
Elaine A. Horsley	5451 Palomino Trail Birmingham, AL 35242

ARTICLE IX.

The Company shall be managed by one or more managers. The name and address of the initial manager of the Company are as follows:


Richard D. Horsley	5451 Palomino Trail Birmingham, AL 35242
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ARTICLE X.

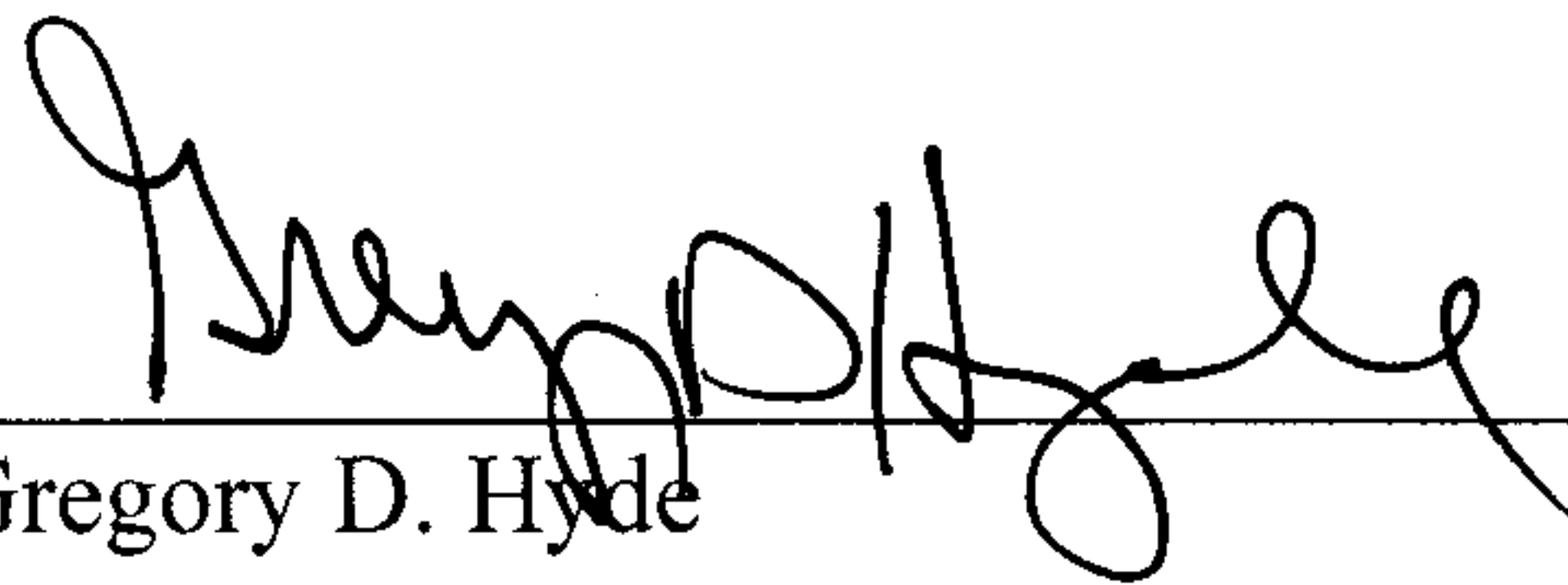
The rights of the members may be divided into classes, and if so divided, the rights of each such class shall be set forth in the Operating Agreement.

ARTICLE XI.

The Company has the same powers as an individual to take action and do all things necessary or convenient to carry out its business and affairs, except as otherwise provided by the Alabama Limited Liability Company Law or the Company's governing documents, including without limitation, all entity powers provided in Sections 10A-1-2.11, 10A-1-2.12 and 10A-1-2.13 of the Law. It is hereby expressly provided that the foregoing reference to entity powers shall not be held to limit or restrict in any manner the powers of the Company otherwise granted by law.


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IN WITNESS WHEREOF, the undersigned Organizer does hereby make this Certificate of Formation and does hereby affirm that the facts stated herein are true, and accordingly signs this Certificate of Formation this 3rd day of May, 2012.



Gregory D. Hyde

This instrument prepared by:

Gregory D. Hyde, Esq.
Dominick Feld Hyde, P.C.
2000 SouthBridge Parkway, Suite 500
Birmingham, Alabama 35209


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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:

Horsley Properties LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Lance Webster, P.O. Box 1387, Birmingham, AL 35201
-1387 for a period of one hundred twenty days beginning April 4, 2012 and
expiring August 2, 2012.

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**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.**

April 4, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State