

STATE OF ALABAMA

**DOMESTIC LIMITED LIABILITY COMPANY (LLC)
CERTIFICATE OF FORMATION**

PURPOSE: In order to form a limited liability company (LLC) under Section 10A-1-3.05 and 10A-5-2.02 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the entity's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the limited liability company's (LLC) registered office is/will be located. Contact the Judge of Probate's Office to determine the county filing fees. **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is issued. Once the Secretary of State's Office has indexed the filing the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name. Your notification of filing was provided by the Probate Judge's Office via a stamped copy and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)



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The information completing this form must be typed or laser printed.

1. The name of the limited liability company (must contain the words "Limited Liability Company" or the abbreviation "L.L.C." or "LLC," and comply with Code of Alabama, Title 10A-1-5.06):

CPR Solutions LLC.

2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached [proves name reservation under 10A-1-4.02(f)].**

(For SOS Office Use Only)

This form was prepared by: (type name and full address)

Brian A. Pernell
484 River Crest Drive North
Helena, AL 35080

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

3. Street (**No PO Boxes**) address of principal office of the limited liability company (LLC):

484 River Crest Drive North Helena, AL 35080

Mailing address of principal office (if different from street address): _____

4. The name of the Registered Agent: Brian A. Pernell

Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):

484 River Crest Drive North Helena, AL 35080

Mailing address of Registered Agent (if different from street address): _____

5. Purpose for which the limited liability company formed: Training and/or teaching of CPR, First Aid, AED, to

include recertifications in ACLS, BLS, PALS, BTLS, ITLS, and all related topics. ; the

purpose includes the transaction of any lawful business for which limited liability companies may be organized in Alabama under Title 10A, Chapter 5 of the Code of Alabama.

6. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

7. The name(s) of the Organizer(s): Brian A. Pernell

Street (**No PO Boxes**) address of Organizer(s): 484 River Crest Drive North Helena, AL 35080

Mailing address of Organizer(s) – (if

different from street address): _____

Attach a listing if more Organizers need to be added.

8. If the limited liability company is to be managed by one or more managers, give the number of managers 1 and the names and mailing addresses of the manager or managers who are to serve as managers until their successors are elected and begin serving:

Manager's Name: Brian A. Pernell

Mailing address of Manager: 484 River Crest Drive North Helena, AL 35080



DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

Manager's Name: Brian A. Pernell

Mailing address of Manager: 484 River Crest Drive North Helena, AL 35080

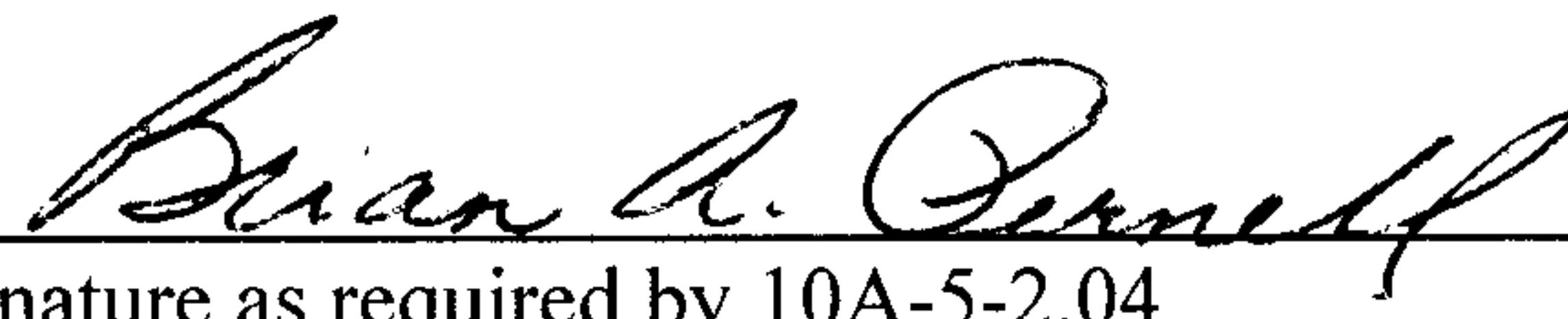
Attach listing if more Managers need to be added.

9. The right, if given, of the member or members to admit additional members, and the terms and conditions of the admission are attached.
10. The circumstances, if any, under which the cessation of membership of one or more members will result in dissolution of the limited liability company are attached.
11. The filing of the limited liability company is effective immediately on the date filed by the judge of probate or at the later date specified in this filing (no more than 90 days after date of signing). 10A-1-4.12

The undersigned specify 07 / 05 / 2012 as the effective date (must be later than the date filed in the office of the county judge of probate, but not more than 90 days after the date of signing).

Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or affairs of the limited liability company.

07 / 05 / 2012
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Brian A. Pernell
Typed Name of Above Signature

CEO (Chief Executive Officer)
Typed Title (Member, Organizer or Attorney-in-fact)

Additional members may sign (attach listing if necessary).

/ /
Date (MM/DD/YYYY)

Signature as required by 10A-5-2.04

Typed Name of Above Signature

Typed Title (Member)

ARTICLES OF ORGANIZATION OF LIMITED LIABILITY COMPANY

The undersigned organizer hereby adopts the following Articles:

ARTICLE 1

Name

The name of the Limited Liability Company is: CPR Solutions LLC.

ARTICLE 2

Principal and Mailing Address

2.01 The complete street address of the initial designated principal office is:

484 River Crest Drive North

Helena, AL 35080

2.02 The complete mailing address is:

484 River Crest Drive North

Helena, AL 35080

ARTICLE 3

Registered Agent

3.01 The name of the initial registered agent is:

Brian A. Pernell

3.02 The street address of the registered agent is:

484 River Crest Drive North

Helena, AL 35080

ARTICLE 4

Statement of Acceptance by Registered Agent

I, Brian A. Pernell, hereby acknowledge that the undersigned individual or corporation accepts the appointment as Initial Registered Agent of CPR Solutions LLC., the Limited Liability Company which is named in these Articles of Organization.



Registered Agent

ARTICLE 5

Duration

The duration of the Limited Liability Company shall end upon the death, retirement, resignation, insanity, bankruptcy, or explosion of a member.

ARTICLE 6

Management

This Limited Liability Company is individually managed.

ARTICLE 7

Members

The members of the Limited Liability Company and their addresses are named as followed:

Brian A. Pernell

484 River Crest Drive North

Helena, AL 35080



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ARTICLE 8

Initial Contribution

The total amount of cash and a description of agreed upon value of property other than cash contributed will be: \$500.00

ARTICLE 9

Purpose

The purpose for which the company is organized is to conduct any and all lawful business for which Limited Liability Companies can be organized pursuant to Alabama statute, including but not limited to: Training and/or teaching the public or private entities in the skill/use of CPR, first aid, AED, to include recertification's involving the said training as well as ACLS, BLS, PALS, BTLS, ITLS. The Limited Liability Company shall retain the right to acquire assets, financing, or any other lawful activity for the day to day business of CPR Solutions LLC. Furthermore the Limited Liability Company shall retain the right to form partnerships of interest which are consistent to healthcare related activities, and/or management.

ARTICLE 10

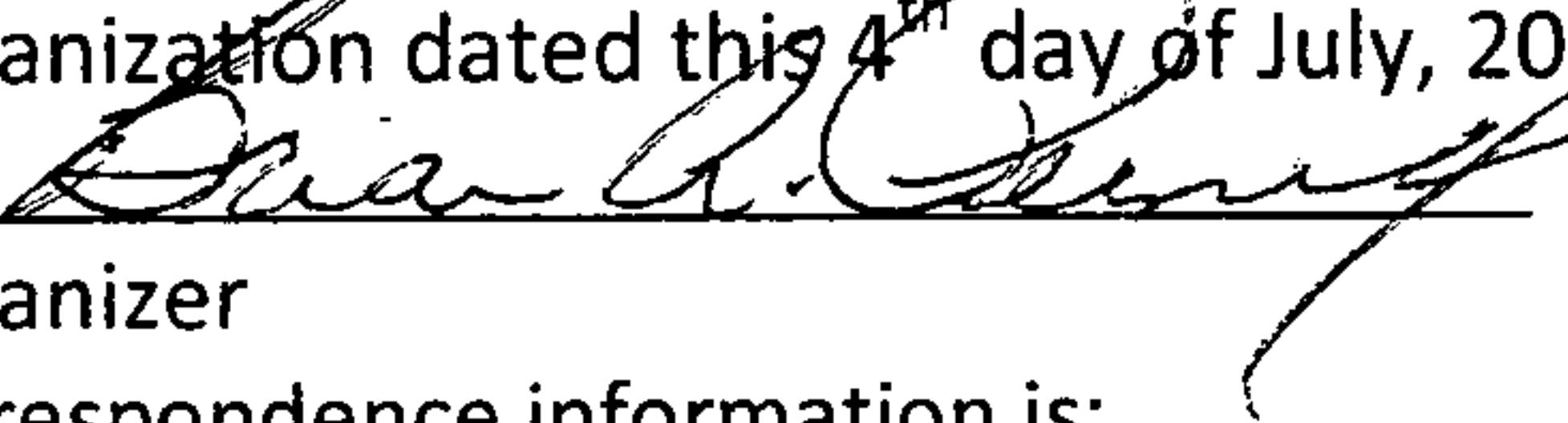
Liability

Pursuant to Alabama statute, any and all debts, obligations or other liabilities of CPR Solutions LLC. are solely the responsibility of the Limited Liability Company. Any manager or member of CPR Solutions is hereby not personally liable for such debts or liabilities solely by reason of their title.

ARTICLE 11

Organizer

I, Brian A. Pernell, residing at 484 River Crest Drive North Helena, AL 35080, execute these Articles of Organization dated this 4th day of July, 2012.


Organizer

Correspondence information is:

brianpernell@hotmail.com



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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:

CPR Solutions LLC.

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Brian A. Pernell, 484 River Crest Drive North, Helena, AL 35080 for a period of one hundred twenty days beginning July 5, 2012 and expiring November 2, 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.

July 5, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



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