

**CERTIFICATE OF FORMATION  
OF  
SCHROEDER HOLDINGS, LLC**

1. The name of the limited liability company is Schroeder Holdings, LLC, hereinafter referred to in this Certificate of Formation as the "Company".

2. The period of its duration is perpetual.

3. The purpose for which the Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Law, including, without limitation, engaging in the business of owning real property and all activities incidental thereto.


4. The location and mailing address of the initial registered office of the Company is 504 U.S. Hwy 280, Harpersville, Alabama 35078. The name of its initial registered agent at that address is Andrew R. Schroeder.

5. The name and mailing address of the organizer of the Company is as follows:

<u>Name</u>	<u>Address</u>
Andrew R. Schroeder	3504 U.S. Hwy 280 P.O. BOX 430 Harpersville, Alabama 35078

6. The member shall have the right to admit additional members to the Company in accordance with the terms and conditions of the applicable provisions of the Operating Agreement of the Company.

7. Except as specifically required by any non-waivable provisions of the Alabama Limited Liability Company Law or any provisions of the Operating Agreement of the Company, the cessation of membership in the limited liability company by any member shall not result in the dissolution of the limited liability company.

  
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8. Management of the Company shall be vested in one or more managers. There shall be one (1) initial manager of the Company, and the name and address of the individual who is to serve as such initial manager until his successor is elected and begins serving is as follows:

<u>Name</u>	<u>Address</u>
Andrew R. Schroeder	3504 U.S. Hwy 280 P.O. Box 430 Harpersville, Alabama 35078

9. The regulation of the internal affairs of the Company, if not set forth herein, shall be governed by the Operating Agreement of the Company which may be in effect from time to time.

[SIGNATURE PAGE FOLLOWS]



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The undersigned, acting as the organizer of the limited liability company named herein, executes this Certificate of Formation as of the 3<sup>rd</sup> day of October, 2012.



Andrew R. Schroeder  
Its Organizer



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*This instrument prepared by:*  
*C. Samuel Todd, Esq.*  
*Bradley Arant Boult Cummings LLP*  
*One Federal Place*  
*1819 Fifth Avenue North*  
*Birmingham, Alabama 35203*



Beth Chapman  
Secretary of State

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

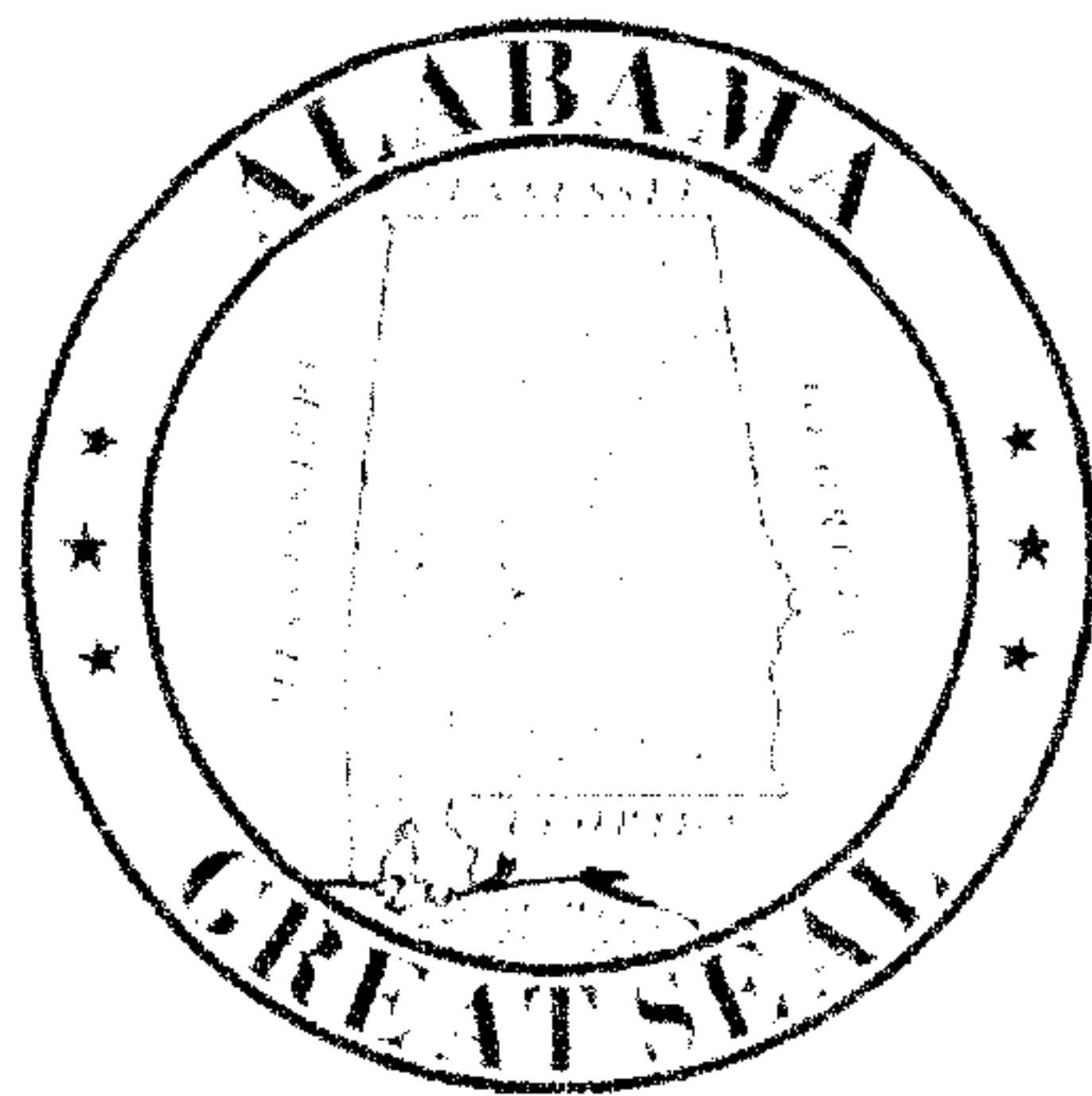
# STATE OF ALABAMA

**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:

**Schroeder Holdings, LLC**

This domestic limited liability company is proposed to be formed in Alabama and  
is for the exclusive use of Bradley Arant Boult Cummings LLP, 1819 Fifth  
Avenue North, Birmingham, AL 35203 for a period of one hundred twenty days  
beginning October 2, 2012 and expiring January 30, 2013.



612-203

**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.**

October 2, 2012

Date

*Beth Chapman*

Beth Chapman

Secretary of State

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