

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.

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Shelby Cnty Judge of Probate, AL
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(For County Probate Office Use Only)

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):

ADIC, 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)

A.W. BOLT, ATTORNEY
925 COVE CIRCLE
HOOVER AL 35244

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

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

2816 ASHLEY WOOD DRIVE VESTAVIA HILLS AL 35216

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

4. The name of the Registered Agent: BILL RINGLER

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

2816 ASHLEY WOOD DRIVE VESTAVIA HILLS AL 35216

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

5. Purpose for which the limited liability company formed: TO INVEST IN DOMESTIC AND INTERNATIONAL

REAL ESTATE

_____ ; 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): WIM BRINK 33213 BROOK HIGHLAND TRACE BIRMINGHAM AL 35242

Street (**No PO Boxes**) address of Organizer(s): _____

_____ 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 ONE 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: BILL RINGLER

Mailing address of Manager: 2816 ASHLEY WOOD DRIVE VESTAVIA HILLS AL 35216

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

Manager's Name: _____

Mailing address of Manager: _____

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 ____ / ____ / ____ 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.

12/06/2012
Date (MM/DD/YYYY)

[Signature]
Signature as required by 10A-5-2.04

WIM BRINK
Typed Name of Above Signature

ORGANIZER
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)


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AMERICAN-DUTCH INVESTMENT COMPANY, INC.

CONVERSION TO LLC

On this, the 6th day of December 2012 the sole shareholder, director and officer of AMERICAN-DUTCH INVESTMENT COMPANY, INC., Wim Brink, met to consider the proposal to convert the entity form an Alabama for profit corporation to an Alabama LLC in accordance with the provisions of Alabama Code Title 10A-1-8, et seq.

The matter was presented and discussed with Accountant William S. Ringler and attorney A.W. Bolt, who were present. Mr. Bolt explained that since the corporation has but one shareholder, all that is required is his agreement and consent. Mr. Bolt also reported that the name "ADIC LLC" has been declared available by the Alabama Secretary of State.

It appearing that said conversion is in the best interest of the Corporation and its sole shareholder, WIM BRINK, he agreed and CONSENTED to the conversion to an Alabama LLC to be known as "AIDC LLC."

Mr. Brink instructed legal and financial counsel to take such actions as are necessary to effectuate the conversion.


WIM BRINK, Shareholder

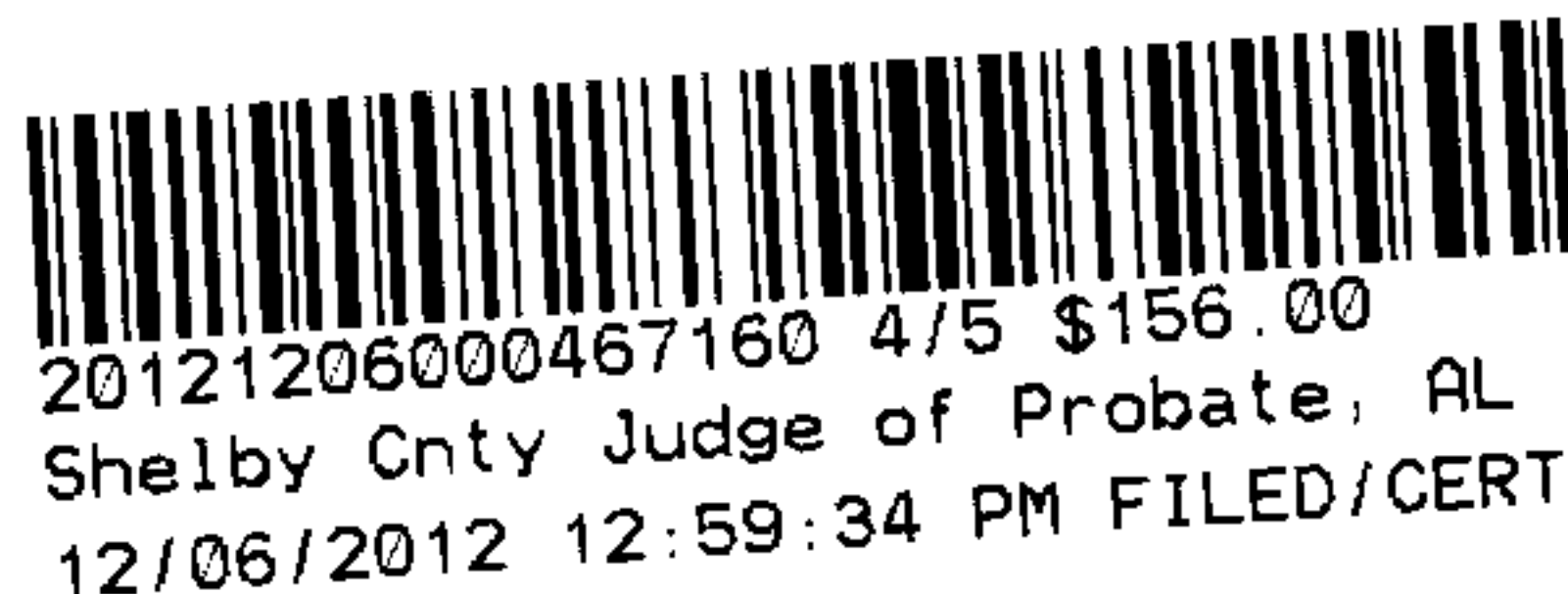
STATE OF ALABAMA)
SHELBY COUNTY)

I, the undersigned notary public in and for said county and state, hereby certify that **WIM BRINK**, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 6th day of December, 2012.

(SEAL)


Notary Public
My Commission Expires: 9-26-16



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:

ADIC LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of EMILY BOUZAN, 3213 Brook Highland Trace,
Birmingham, AL 35242 for a period of one hundred twenty days beginning
October 4, 2012 and expiring February 1, 2013.

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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.**

October 4, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State