

This document drafted by:
Bruce L. Gordon
Gordon, Dana, Knight & Gilmore, LLC
600 University Park Place, Suite 100
Birmingham, AL 35209

**CERTIFICATE OF FORMATION
OF
GARDNER-KKS PROPERTIES, LLC**

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company (the "Company") pursuant to the provisions of Alabama Code §10A-1-3.05 and §10A-5-2.02 hereby certifies as follows:

1. NAME OF COMPANY. The name of the Company is:

" GARDNER-KKS PROPERTIES, LLC "

2. COMPANY PURPOSES. The Company has been organized for the purpose of managing capital and real estate for the Members and specifically for the purposes set out in the Operating Agreement. The Company may also transact any other lawful business for which a limited liability company may be formed under applicable law, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.

3. PERIOD OF DURATION. The period of duration of the Company shall be perpetual, provided that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in the Operating Agreement.

4. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. The location and mailing address of the initial registered office of the Company are:

108 Weatherly Way
Pelham, AL 35124

The name of the Company's initial registered agent at such address is J. Robert Gardner.

5. NAME AND ADDRESS OF ORGANIZER. The name and address of the organizer of the Company are Bruce L. Gordon, Gordon, Dana, Knight & Gilmore, LLC, 600 University Park Place, Suite 100, Birmingham, AL 35209

6. ADDITIONAL AND SUBSTITUTE MEMBERS. Any additional or substitute Members shall be admitted to the Company only in accordance with the terms set forth in the Operating Agreement.

7. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP. The cessation of membership of one or more Members will not result in dissolution of the Company unless there are no remaining Members of the Company.

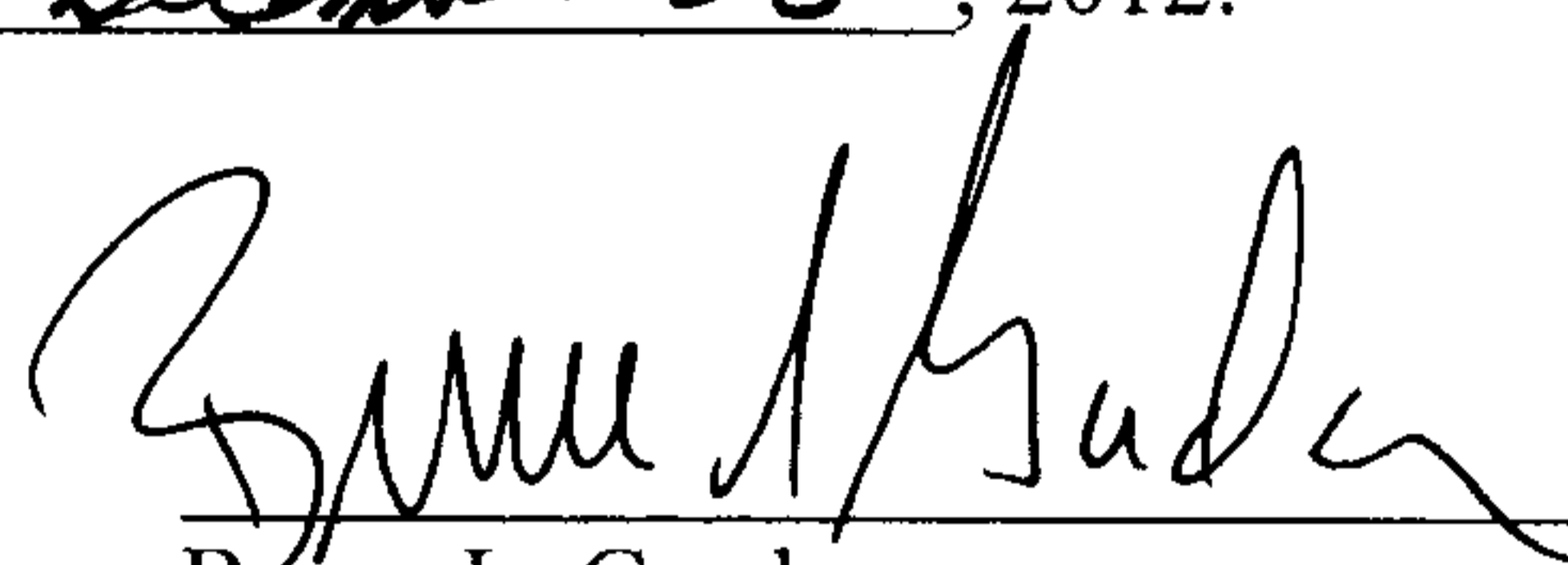
8. MANAGEMENT OF THE COMPANY. The Company is to be managed by the manager. The name and mailing address of the manager are:

J. ROBERT GARDNER
108 Weatherly Way
Pelham, AL 35124


9. CLASSES OF MEMBERS. The Company shall have Class A Members and Class B Members. The Class A Members shall be entitled to elect, remove and replace the Manager. The Class A Members shall also determine who, if anyone, is admitted as an additional or substitute Member of the Company.

10. COMPANY OPERATING AGREEMENT. The affairs and business of the Company and the relations of its Members are regulated and established under and subject to the terms and conditions of the Operating Agreement of the Company executed by and among all of the initial Members, as the same may be amended from time to time in accordance with its terms (the "Operating Agreement"). The Operating Agreement is hereby incorporated by reference as a part of this Certificate of Formation.

IN WITNESS WHEREOF, the undersigned, acting as the organizer of the Company, has executed this Certificate of Formation on December 20, 2012.



Bruce L. Gordon


20121226000492590 2/3 \$156.00
Shelby Cnty Judge of Probate, AL
12/26/2012 01:16:56 PM 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:

Gardner-KKS Properties, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Bruce L. Gordon, 600 University Park Place Suite 100, Birmingham, AL 35209 for a period of one hundred twenty days beginning December 11, 2012 and expiring April 11, 2013.

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Shelby Cnty Judge of Probate, AL
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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.

December 11, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State