

STATE OF ALABAMA)
COUNTY OF SHELBY)

**IVY CENTER, LLC
CERTIFICATE OF FORMATION**

Pursuant to the Provisions of Sections 10A-1-3.05, *et seq.* of the *Code of Alabama* (1975), the undersigned hereby adopt the following Limited Liability Company Certificate of Formation.

ARTICLE I

Name

The name of the limited liability company is IVY CENTER, LLC (the "Company").

ARTICLE II

Duration

The Company shall have a perpetual duration, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To construct, own and operate an office building located on Valleydale Road in Hoover; and
- (b) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 2200 Valleydale Road, Suite 200, Birmingham, AL 35244, and its registered agent at such address shall be Moiz Fouladbakhsh.

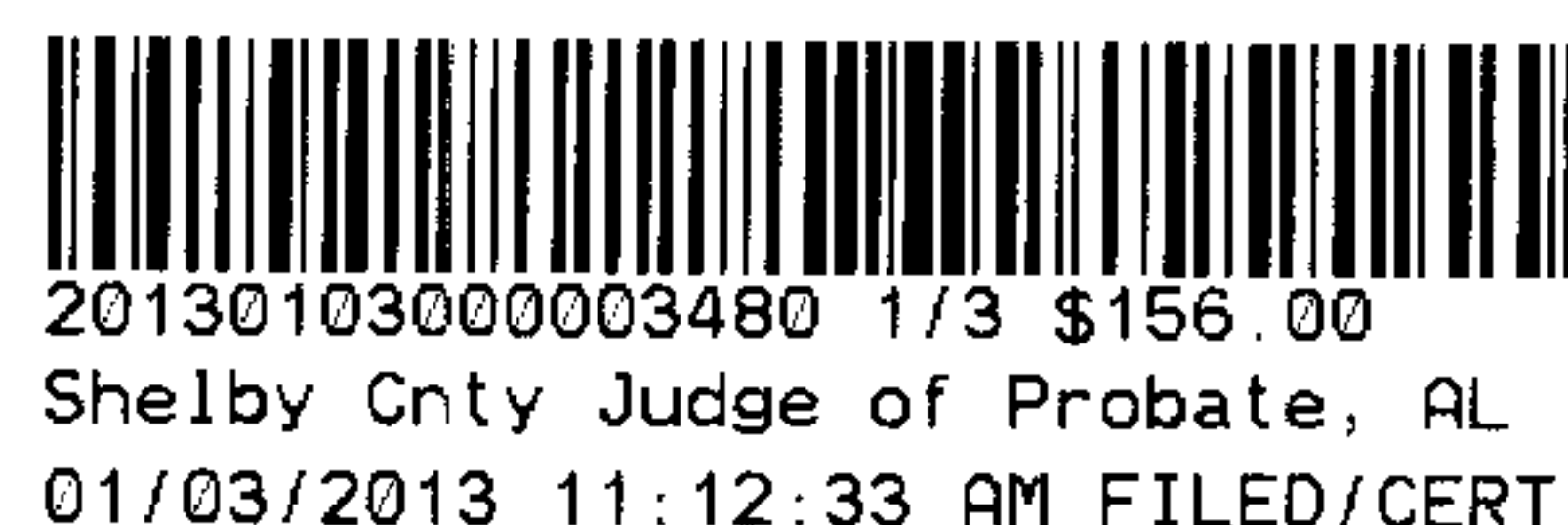
ARTICLE V

Sole Member and Organizer

The name and address of the Sole Member is:

Moiz Fouladbakhsh

2200 Valleydale Road, Suite 200
Birmingham, AL 35244



The name and address of the organizer is:

James J. Odom, Jr.

Post Office Box 11244
Birmingham, AL 35202-1244

ARTICLE VI
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.


ARTICLE VIII
Management

The Company shall be managed by the Sole Member.

IN WITNESS WHEREOF, this Certificate of Formation has been subscribed as of the 2nd day of January, 2013, by the undersigned organizer, who affirms that the statements made herein are true under the penalties of perjury.

Anne P. Marshall
Witness

James J. Odom, Jr. Organizer


20130103000003480 2/3 \$156.00
Shelby Cnty Judge of Probate, AL
01/03/2013 11:12:33 AM FILED/CERT

This Instrument Prepared By
James J. Odom, Jr., Esq.
Post Office Box 11244
Birmingham, AL 35202-1244

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:

IVY CENTER, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of JAMES ODOM, 211-B Yeager Parkway, Pelham, AL
35124 for a period of one hundred twenty days beginning November 21, 2012 and
expiring March 22, 2013.



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Shelby Cnty Judge of Probate, AL
01/03/2013 11:12:33 AM FILED/CERT



**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.**

November 21, 2012

Date

Beth Chapman

615-195

Beth Chapman

Secretary of State