

**CERTIFICATE OF FORMATION  
OF  
PS HOOVER, INC..**

**IN THE OFFICES OF THE JUDGE OF PROBATE  
OF SHELBY COUNTY, ALABAMA**

Pursuant to the Alabama Business Corporation Law as set forth in Chapter 1 and 2 of the Alabama business and Nonprofit Entity Code, the undersigned, acting as organizer of a corporation, hereby adopts the following Certificate of Formation:

- FIRST:** The name of the corporation is PS HOOVER, INC..
- SECOND:** the entity being formed is a domestic business corporation.
- THIRD:** The period of its duration is perpetual.
- FOURTH:** The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Laws of the State of Alabama, and to participate in all types of business which are allowed by the Laws of the State of Alabama. Further, the purpose or purposes for which the corporation is organized are: To operate a private club under the applicable law of the State of Alabama, said establishment to be operated for objects of a national, social, patriotic, political, athletic or similar nature, and to be a gathering place where food and beverages are available for sale to members and their guests.
- FIFTH:** The aggregate number of shares which the corporation shall have authority to issue are one thousand (1000) shares of common stock of par values of one dollar (\$1.00) per share. All of said stock shall be common and none shall be preferred stock or stock of a different class.

**SIXTH:** There are no provisions for the regulation of the internal affairs of the corporation.

**SEVENTH:** The address for the initial registered office of the corporation is 10 Meadowview Drive Hoover, AL 35242 and the name of its initial registered agent at such address is: Norman Saia, Jr..

**EIGHTH:** the name and address of the organizer is: Norman Saia, Jr.  
10 Meadowview Drive Hoover, AL 35242

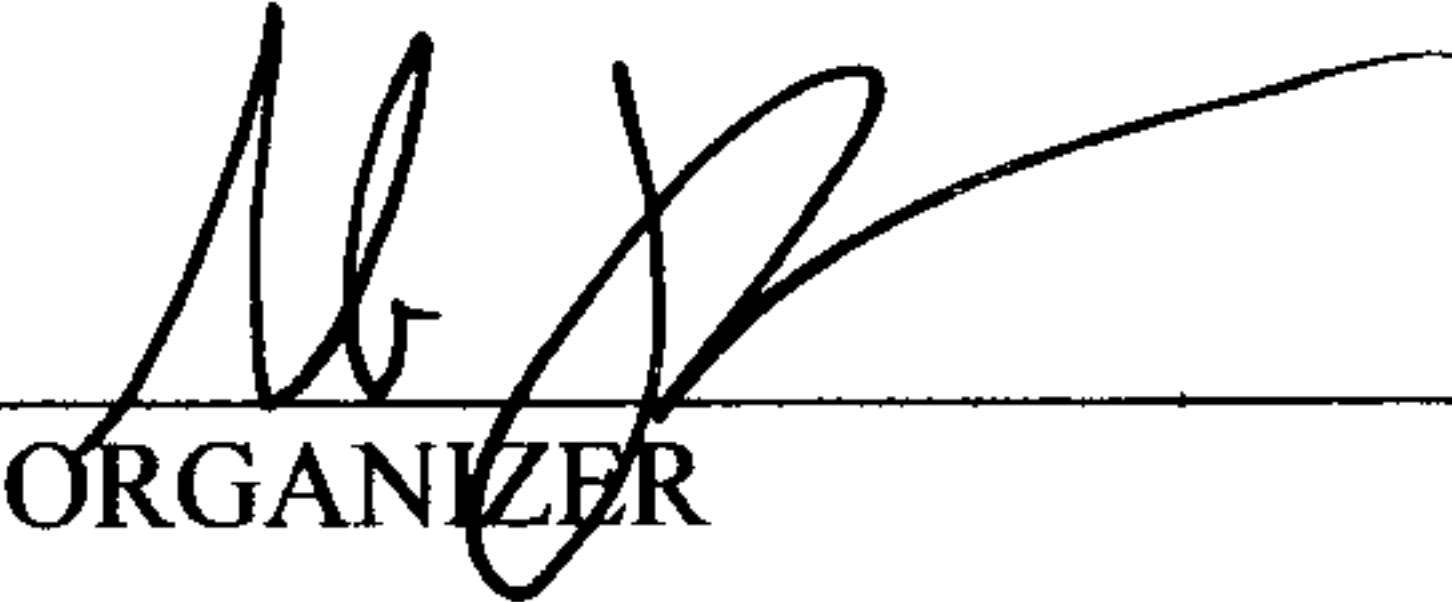
**NINTH:** The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director and officer until the first annual meeting of shareholders and until their successors are elected and shall qualify is as follows:

NAME	ADDRESS
Norman Saia, Jr.	10 Meadowview Drive Hoover, AL 35242


**TENTH:** A director of the corporation shall have no liability to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director except liability for (A) the amount of financial benefit received by the director to which he or she is not entitled; (B) an intentional infliction of harm on the Corporation or shareholders; (C) a violation of Section 10A-2-8.33 of the Alabama Business Corporation Law; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the Corporation or its shareholders.

DATED: March 12, 2013.

PS HOOVER, INC..

By:   
ORGANIZER

**THE INSTRUMENT WAS PREPARED BY:**  
**NICOLE ROMANO SAIA**  
**P. O. Box 380786**  
**Birmingham, AL 35238**  
**(205) 678-4660**

  
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Shelby Cnty Judge of Probate, AL  
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Beth Chapman  
Secretary of State

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

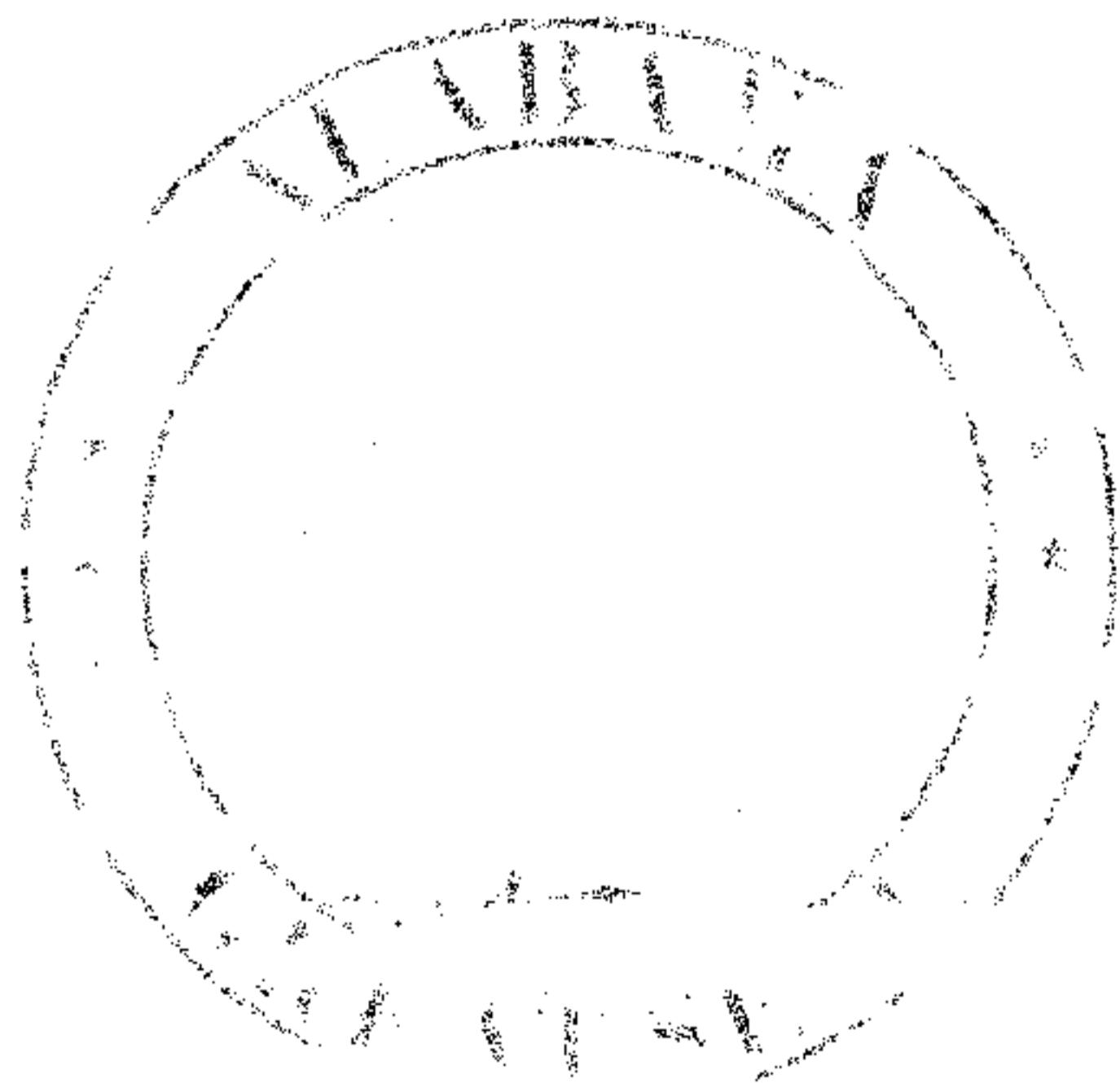
# STATE OF ALABAMA

**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:

**PS Hoover, Inc.**

This domestic business corporation is proposed to be formed in Alabama and is for  
the exclusive use of Nicole Saia , PO Box 380786, Birmingham, AL 35238 for a  
period of one hundred twenty days beginning March 12, 2013 and expiring July  
11, 2013.



**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.**

March 12, 2013

Date

*Beth Chapman*

622-755

Beth Chapman

Secretary of State



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