

STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION  
CERTIFICATE OF FORMATION



20130408000144400 1/7 \$156.00  
Shelby Cnty Judge of Probate, AL  
04/08/2013 01:02:25 PM FILED/CERT

PURPOSE: In order to form a Business Corporation (formerly known as For-Profit Corporation) under Section 10A-1-3.05 and 10A-2-2.02 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 corporation'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 corporation's 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](http://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 corporation will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

**(For County Probate Office Use Only)**

**This form must be typed or laser printed.**

1. The name of the corporation (must contain the word "corporation" or "incorporated," or the abbreviation of one of those words, and comply with Code of Alabama Title 10A-1-5.04):

HIGHWAY 31 AUTO SALES, LLC

2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.**

**(For SOS Office Use Only)**

This form was prepared by: (type name and full address)

MICHAEL MITCHELL  
512 MONTGOMERY HWY #200  
BIRMINGHAM, AL 35216

## DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION

3. Street (**No PO Boxes**) address of principal office of the corporation: 3438 PELHAM PKWY  
PELHAM, AL 35124

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

4. The name of the Registered Agent: DANNY EVERETTE

Street (**No PO Boxes**) address of Registered Agent: 225 QUEEN'S GATE  
MAYLENE, AL 35114

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

5. Purpose for which corporation is formed: TO ENGAGE IN THE BUSINESS OF SELLING MOTOR VEHICLES  
TO THE GENERAL PUBLIC; the purpose includes the transaction of any lawful business for which corporations may be incorporated in Alabama under Title 10A, Chapter 2 of the Code of Alabama.

6. Number of Shares the corporation is authorized to issue: \_\_\_\_\_ Par Value \_\_\_\_\_  
(Par value is optional information and does not have to be completed.)

7. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

8. The name(s) of the Incorporator(s): \_\_\_\_\_

Street (**No PO Boxes**) address of Incorporator(s): \_\_\_\_\_

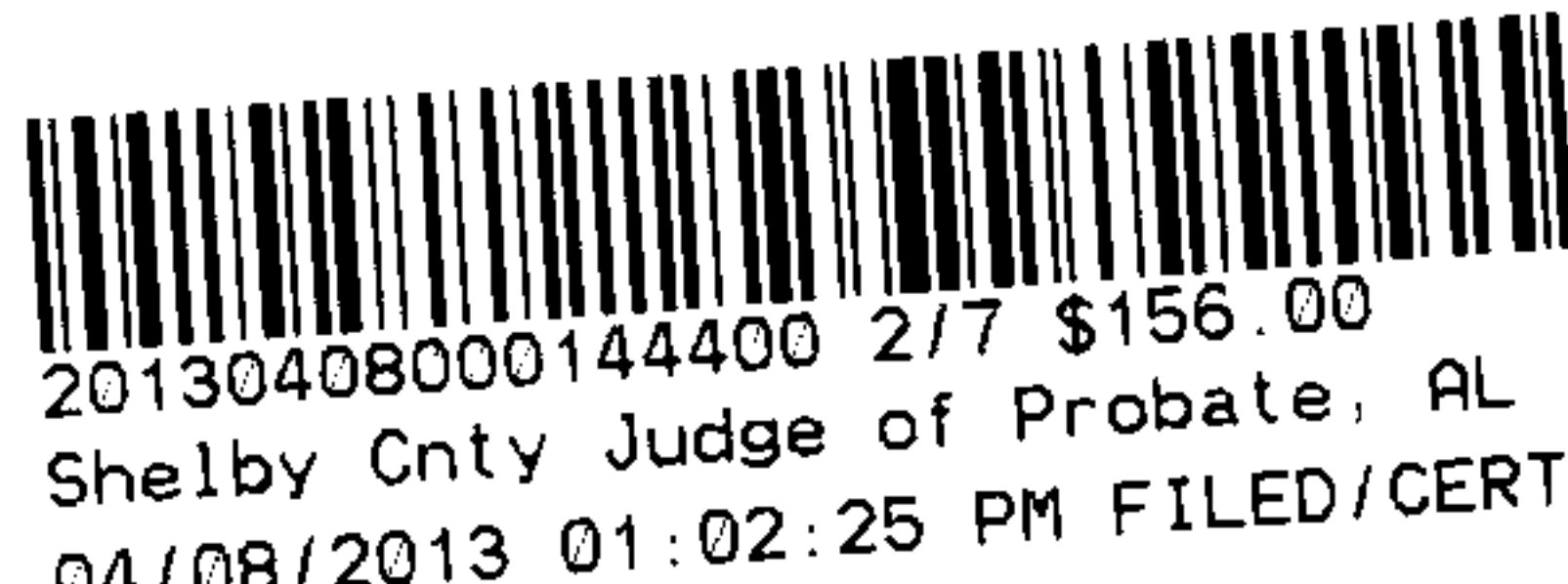
Mailing address of Incorporator(s) – (if different from street address): \_\_\_\_\_

**Attach a listing if more Incorporators need to be added.**

9. Director's Name: DANNY EVERETTE

Street (**No PO Boxes**) address of Director: 225 QUEEN'S GATE MAYLENE, AL 35114

Mailing address of Director(s) - (if different from street address): \_\_\_\_\_



## DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION

Director's Name: \_\_\_\_\_

Street (**No PO Boxes**) address of Director: \_\_\_\_\_

\_\_\_\_\_ Mailing address of Director(s) - (if different  
from street address): \_\_\_\_\_

Director's Name: \_\_\_\_\_

Street (**No PO Boxes**) address of Director: \_\_\_\_\_

\_\_\_\_\_ Mailing address of Director(s) - (if different  
from street address): \_\_\_\_\_

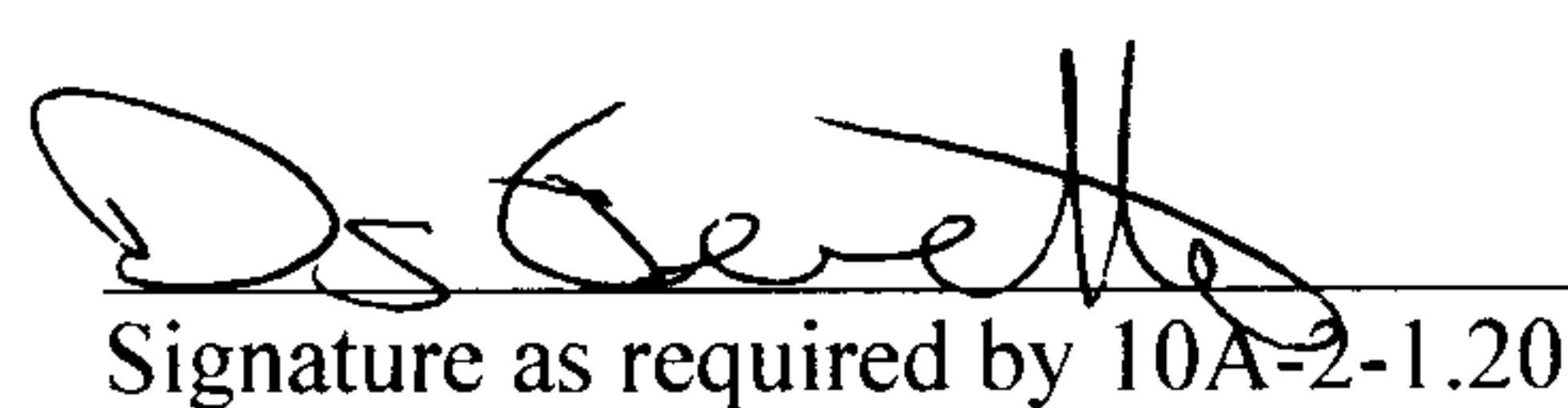
### Attach listing if more Directors need to be added.

10. A director has 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 a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of Section 10A-2-8.33; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or affairs of the corporation.

04 / 01 / 2013

Date (MM/DD/YYYY)



Signature as required by 10A-2-1.20

DANNY EVERETTE

Typed Name of Above Signature

CHIEF EXECUTIVE MANAGER

Typed Title/Capacity to Sign under 10A-2-1.20



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# ARTICLES OF ORGANIZATION OF HIGHWAY 31 AUTO SALES, LLC

Pursuant to the Provisions of §10-12-1, et. Seq. of the Code of Alabama (1975 as amended), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

## ARTICLE I

### Name

The name of the limited liability company is HIGHWAY 31 AUTO SALES, LLC (the "Company").

## ARTICLE II

### Duration

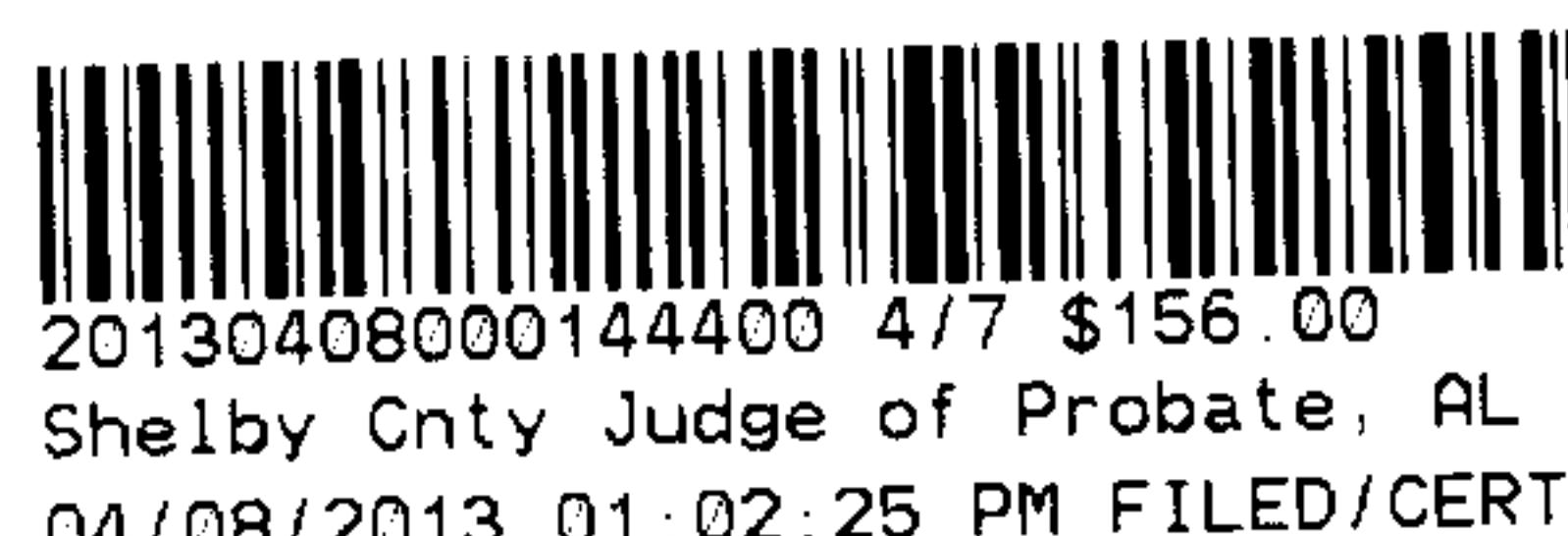
The Company shall have a duration from the date of organization and shall continue perpetually, unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act").

## ARTICLE III

### Purposes

The Company is formed for the purpose of:

- (a) To engage in the business of selling motor vehicles to the general public;
- (b) The transaction of any and all lawful business which may be incidental or beneficial to the Company;
- (c) Protecting the various assets and properties of the Company from the claims of creditors of the Members;
- (d) Protecting the various assets and properties of the Members from the claims of creditors of the Company;



(e) Carrying on any and all activities necessary, proper, convenient, or advisable in connection therewith; and,

(f) Undertaking any other lawful business activity, except as otherwise provided by the laws of the State of Alabama.

## ARTICLE IV

### Registered Agent and Office

The location and street address of the initial registered office of the Company shall be: **3438 Pelham Parkway, Pelham, Alabama 35124** and its registered agent at such address shall be **Danny Everette**.

## ARTICLE V

### Initial Members

The names and addresses of the initial members are:

**DANNY EVERETTE**  
3438 Pelham Parkway  
Pelham, AL 35124

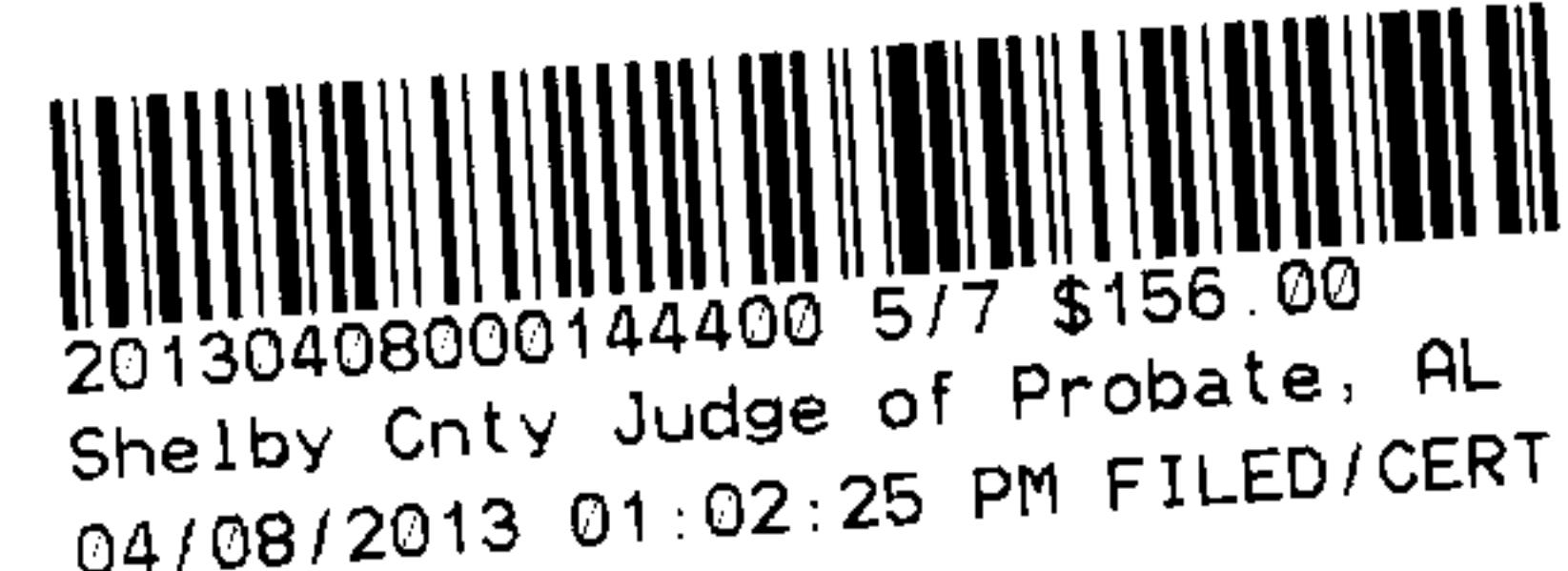
## ARTICLE VI

### 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

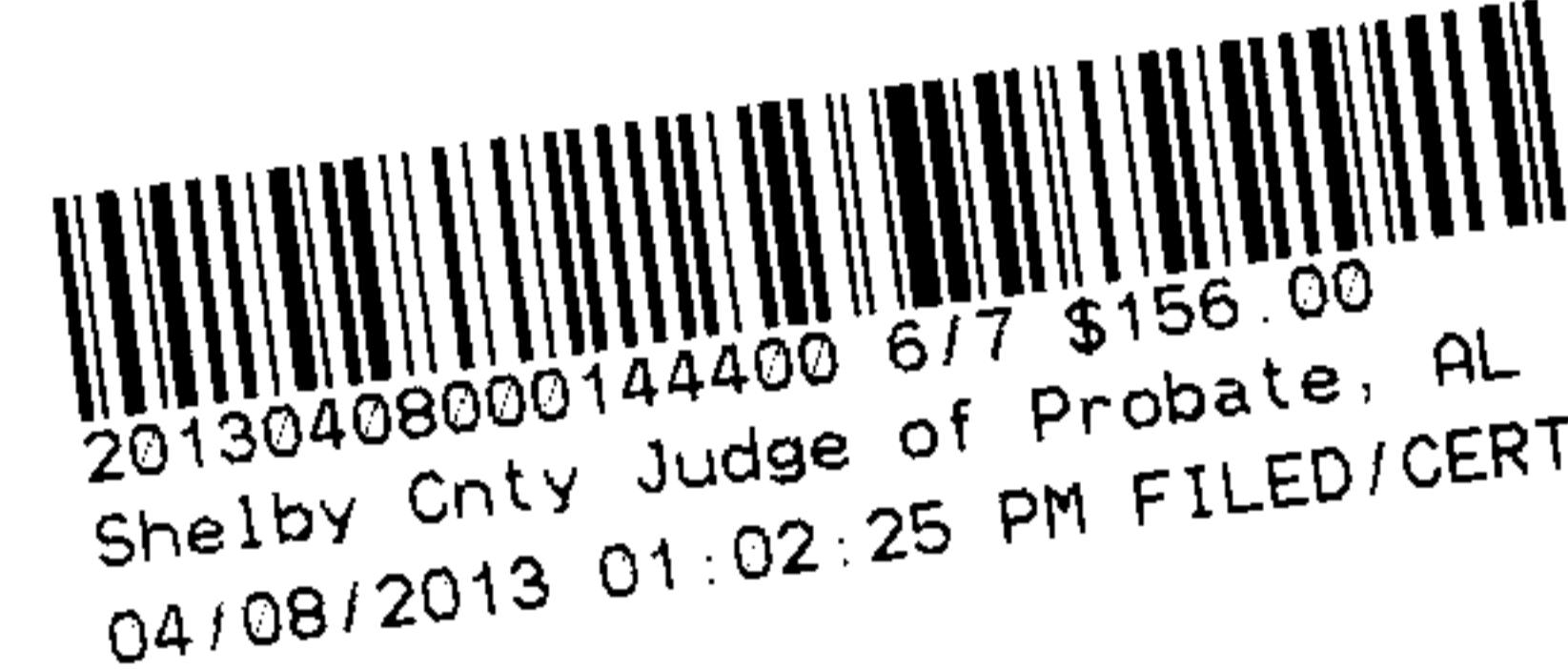


The cessation of membership of one or more members will not result in the dissolution of the Company.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 1<sup>st</sup> day of April, 2013 by the undersigned members, who affirm that these statements made herein are true under the penalties of perjury.



DANNY EVERETTE  
Member



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:

**Highway 31 Auto Sales, LLC**

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Danny Everette, 3438 Pelham Pkwy, Pelham, AL 35124 for a period of one hundred twenty days beginning April 8, 2013 and expiring August 7, 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.

April 8, 2013

Date

*Beth Chapman*



624-728

Beth Chapman

Secretary of State

