

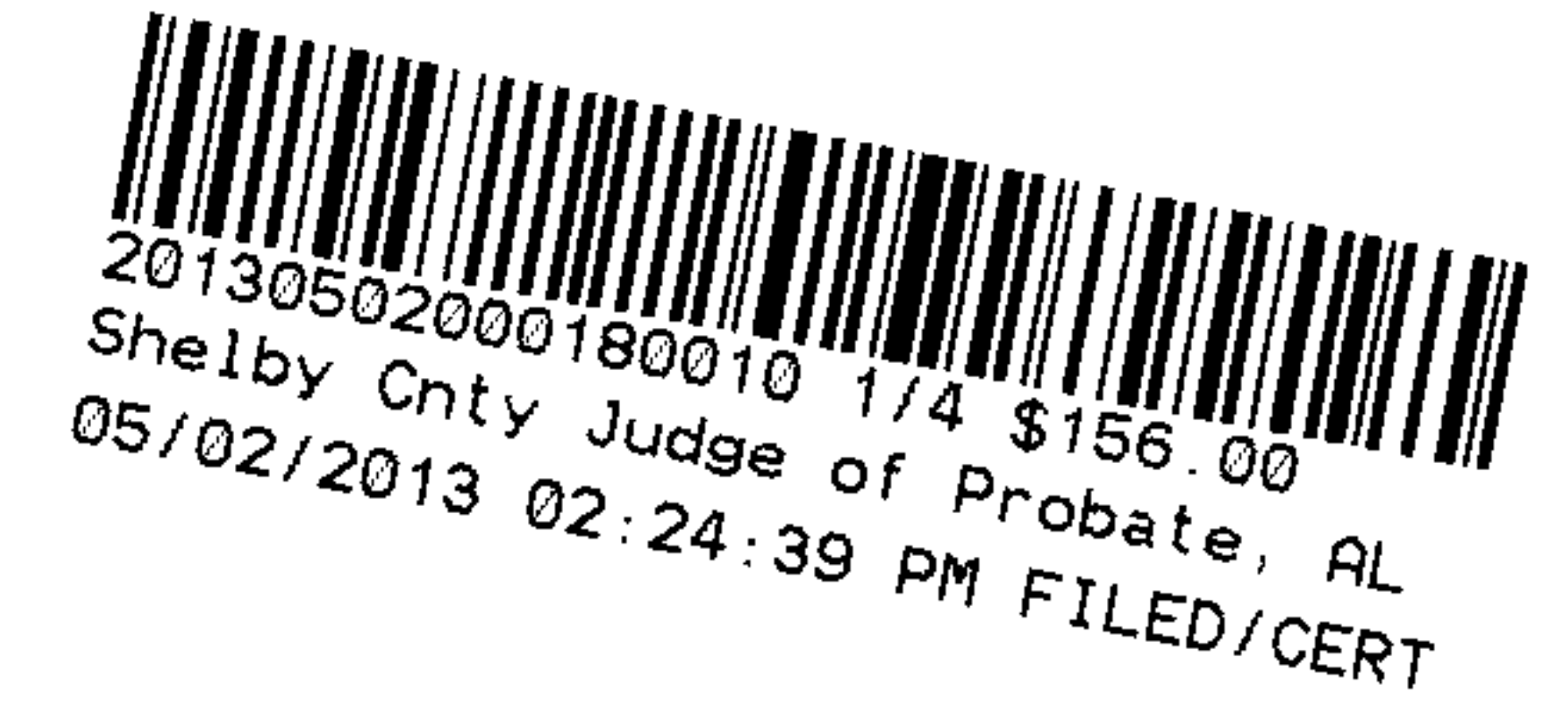
This instrument prepared by:

Joyce K. Baker, Esq.

Porterfield, Harper, Mills, Motlow & Ireland, P.A.

22 Inverness Center Parkway, Suite 600

Birmingham, Alabama 35242



**CERTIFICATE OF FORMATION
OF
THE MCCASKEY GROUP, LLC**

The undersigned, for the purpose of forming a limited liability company under Title 10A, Chapter 5 of the Code of Alabama (1975), as amended (the “Alabama Limited Liability Company Law”), hereby files this Certificate of Formation with the Judge of Probate’s office in which the initial registered office of the limited liability company will be located, and hereby affirm the facts stated herein are true and correct:

SECTION I

Name

The name of the limited liability company is The McCaskey Group, LLC (the “Company”).

SECTION II

Duration

The term of the Company shall be perpetual from the date of the filing of this Certificate of Formation with the Judge of Probate’s office of the county in which the initial registered office of the Company is located, unless the Company is earlier dissolved in accordance with the operating agreement of the Company, if any, or the Alabama Limited Liability Company Law.

SECTION III

Purposes

The purpose or purposes for which the Company is organized is to provide consulting services and the transaction of any or all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Law.

SECTION IV

Registered Office; Registered Agent

The location and mailing address of the initial registered office of the Company is 22 Inverness Center Parkway Suite 600, Birmingham, Alabama 35242 and the name of its initial registered agent at such address is Joyce K. Baker.

SECTION V
Initial Members

The name and address of the initial member of the Company is as follows:

NAME	ADDRESS
Andrea McCaskey	1608 Heritage Place Irondale, AL 35210

SECTION VI
Organizer

The name and address of the organizer is:

NAME	ADDRESS
Joyce Baker	22 Inverness Center Parkway, Suite 600 Birmingham, Alabama 35242

SECTION VII
Admission of Additional Members

The initial member of the Company shall have the right to admit additional members to the Company but only upon the written consent of the majority or super-majority of the then existing member(s) of the Company.

SECTION VIII
Cessation of Membership

Upon the cessation of membership of a member in the Company, if there are no remaining members, the Company shall be dissolved and the affairs of the Company shall be wound up unless the holders of all the financial rights in the Company agree in writing, within 90 days after the cessation of membership of said last member, to continue the legal existence and business of the Company and to appoint one or more new members, and the legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the operating agreement of the Company, if any, or this Certificate of Formation.

SECTION IX
Managers

The Company shall be managed by no less than one manager, and the name and address of the person or entity which is to serve as manager until its successor is elected and begin serving is as follows:



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Shelby Cnty Judge of Probate, AL
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NAME

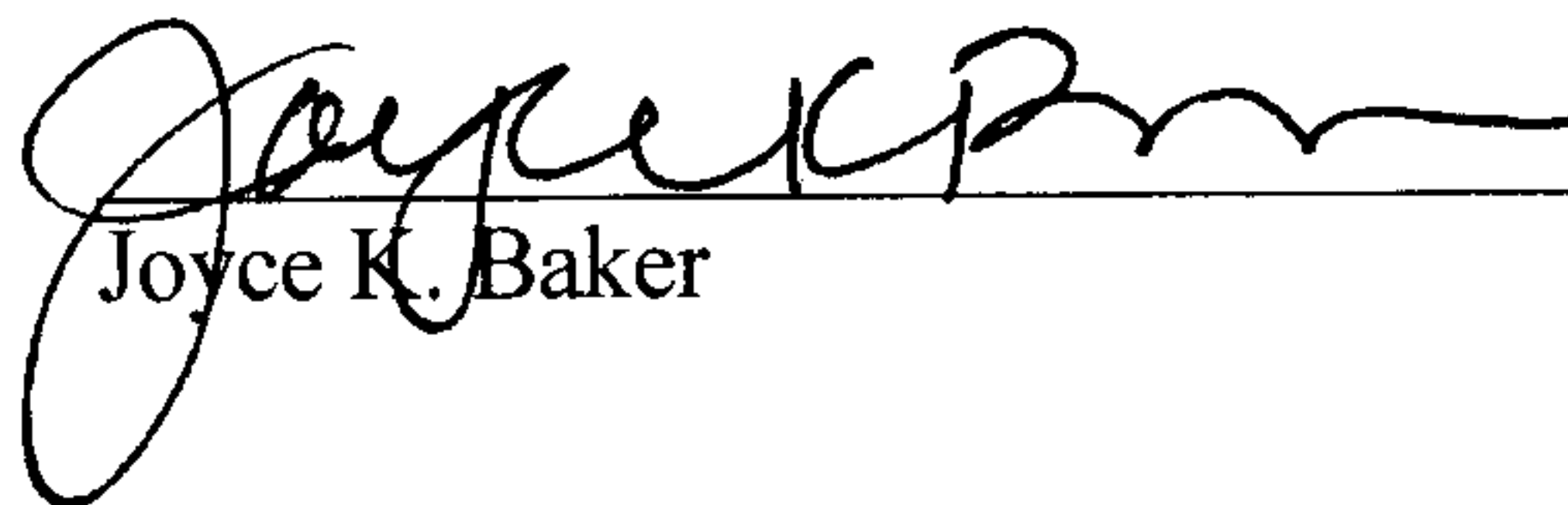
ADDRESS

Andrea McCaskey


1608 Heritage Place
Irondale, AL 35210

The undersigned organizer does hereby execute this Certificate of Formation this 25th
day of **April, 2012**.

ORGANIZER:



Joyce K. Baker


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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:

The McCaskey Group, L.L.C.

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Joyce K. Baker, Esq., 22 Inverness Center Pkwy, Suite
600, Birmingham, AL 35242 for a period of one hundred twenty days beginning
April 12, 2013 and expiring August 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.**

April 12, 2013

Date

Beth Chapman

625-100

Beth Chapman

Secretary of State

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