

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY (LLC)
CERTIFICATE OF FORMATION

PURPOSE: In order to form a limited liability company (LLC) under Section 10A-1-3.05 and 10A-5-2.02 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 entity'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 limited liability company's (LLC) 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 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 entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.


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Shelby Cnty Judge of Probate, AL
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(For County Probate Office Use Only)

The information completing this form must be typed or laser printed.

1. The name of the limited liability company (must contain the words "Limited Liability Company" or the abbreviation "L.L.C." or "LLC," and comply with Code of Alabama, Title 10A-1-5.06):

Kelley Creek LLC

2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached [proves name reservation under 10A-1-4.02(f)].**

(For SOS Office Use Only)

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

Brian F. DeMarco
3536 Valley Circle
Vestavia Hills, AL. 35243

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

3. Street (**No PO Boxes**) address of principal office of the limited liability company (LLC):

1241 Hwy 86, Calera, AL. 35040

Mailing address of principal office (if different from street address): PO Box 1317, Calera, AL. 35040

4. The name of the Registered Agent: Kimberly Kelley

Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):

1241 hwy 86, Calera, AL. 35040

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

5. Purpose for which the limited liability company formed: Animal Boarding, and to conduct or engage

in any other lawful business and business practice; the purpose includes the transaction of any lawful business for which limited liability companies may be organized in Alabama under Title 10A, Chapter 5 of the Code of Alabama.

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

7. The name(s) of the Organizer(s): Kimberly Kelley

Street (**No PO Boxes**) address of Organizer(s): 1241 hwy 86, Calera, AL. 35040

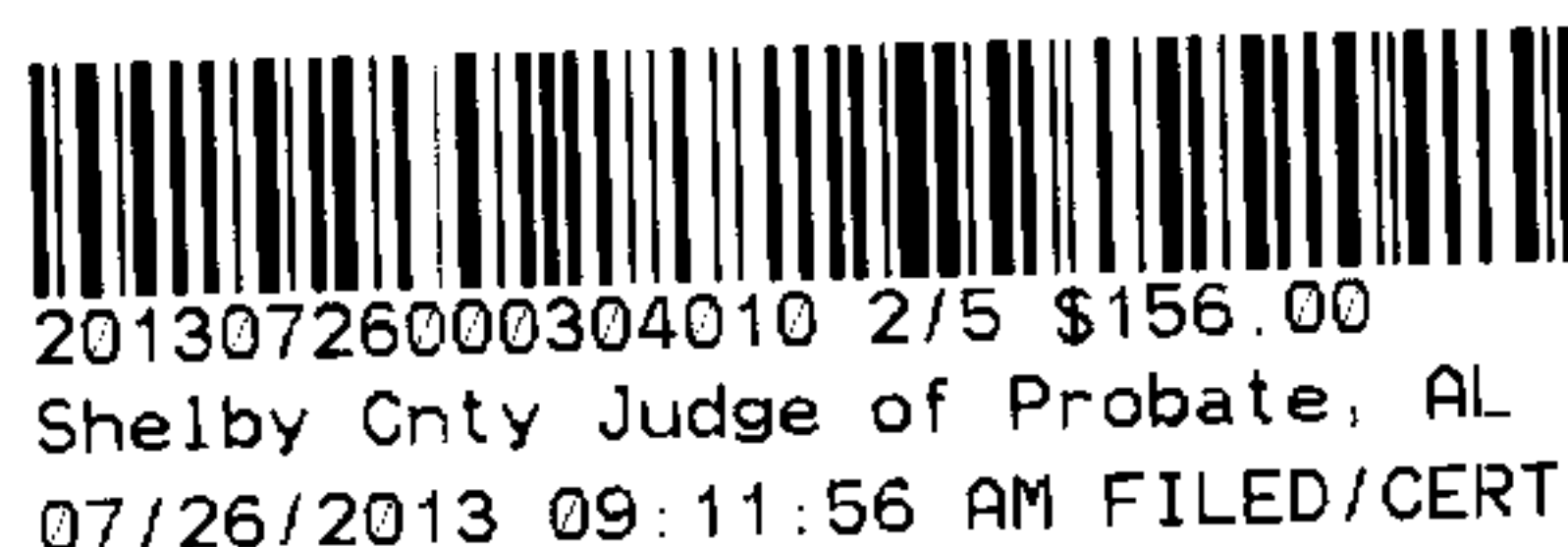
_____ Mailing address of Organizer(s) – (if different from street address): _____

Attach a listing if more Organizers need to be added.

8. If the limited liability company is to be managed by one or more managers, give the number of managers 1 and the names and mailing addresses of the manager or managers who are to serve as managers until their successors are elected and begin serving:

Manager's Name: Kimberly Kelley

Mailing address of Manager: 1241 Hwy 86, Calera, AL. 35040



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Manager's Name: Charles Ray Kelley

Mailing address of Manager: 1241 Hwy 86, Calera, AL 35040

Attach listing if more Managers need to be added.

9. The right, if given, of the member or members to admit additional members, and the terms and conditions of the admission are attached.
10. The circumstances, if any, under which the cessation of membership of one or more members will result in dissolution of the limited liability company are attached.
11. The filing of the limited liability company is effective immediately on the date filed by the judge of probate or at the later date specified in this filing (no more than 90 days after date of signing). 10A-1-4.12

The undersigned specify 08 / 01 / 2013 as the effective date (must be later than the date filed in the office of the county judge of probate, but not more than 90 days after the date of signing).

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

07 / 08 / 2013
Date (MM/DD/YYYY)

Kimberly Kelley
Signature as required by 10A-5-2.04

Kimberly Kelley
Typed Name of Above Signature

Member
Typed Title (Member, Organizer or Attorney-in-fact)

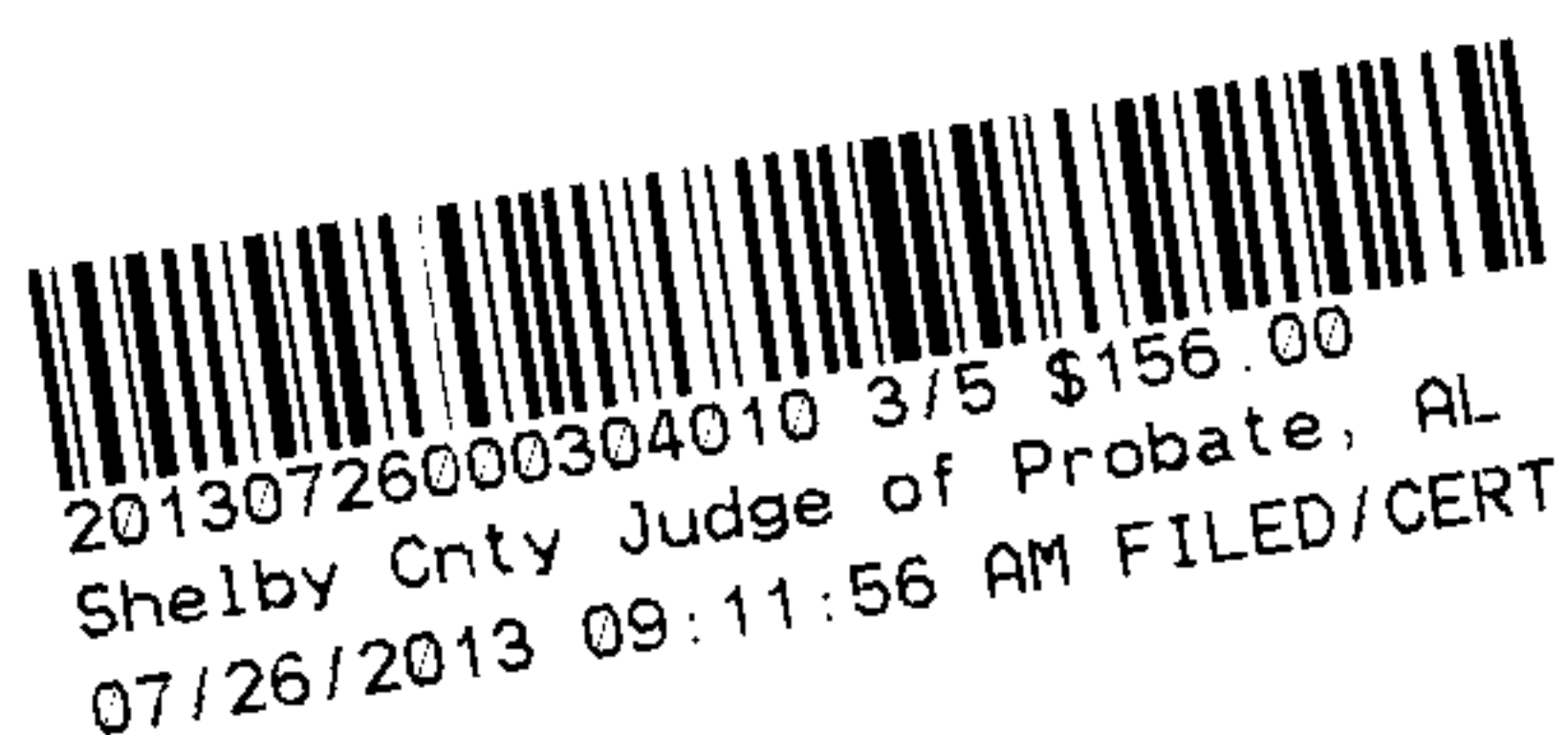
Additional members may sign (attach listing if necessary).

07 / 08 / 2013
Date (MM/DD/YYYY)

Charles Ray Kelley
Signature as required by 10A-5-2.04

Charles Ray Kelley
Typed Name of Above Signature

Member
Typed Title (Member)



Amendment I

ADDITIONAL MEMBERS

The Members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the consideration to be paid, such new Members, and subject to the terms and conditions of the Company's Operating Agreement.

Amendment II

DISSOCIATION

The Members shall have the right to continue upon the death, retirement, withdrawal, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminated the continued membership of a Member in the Company (collectively, "Dissociation"), as long as there is at least one remaining Member with equity interest who agrees in writing to continue the Company within ninety (90) days after the Dissociation of a Member, as set forth in the Operating Agreement of the Company.

Amendment III

OPERATING AGREEMENT

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the United States of America, the State of Alabama, or these Articles of Organization.


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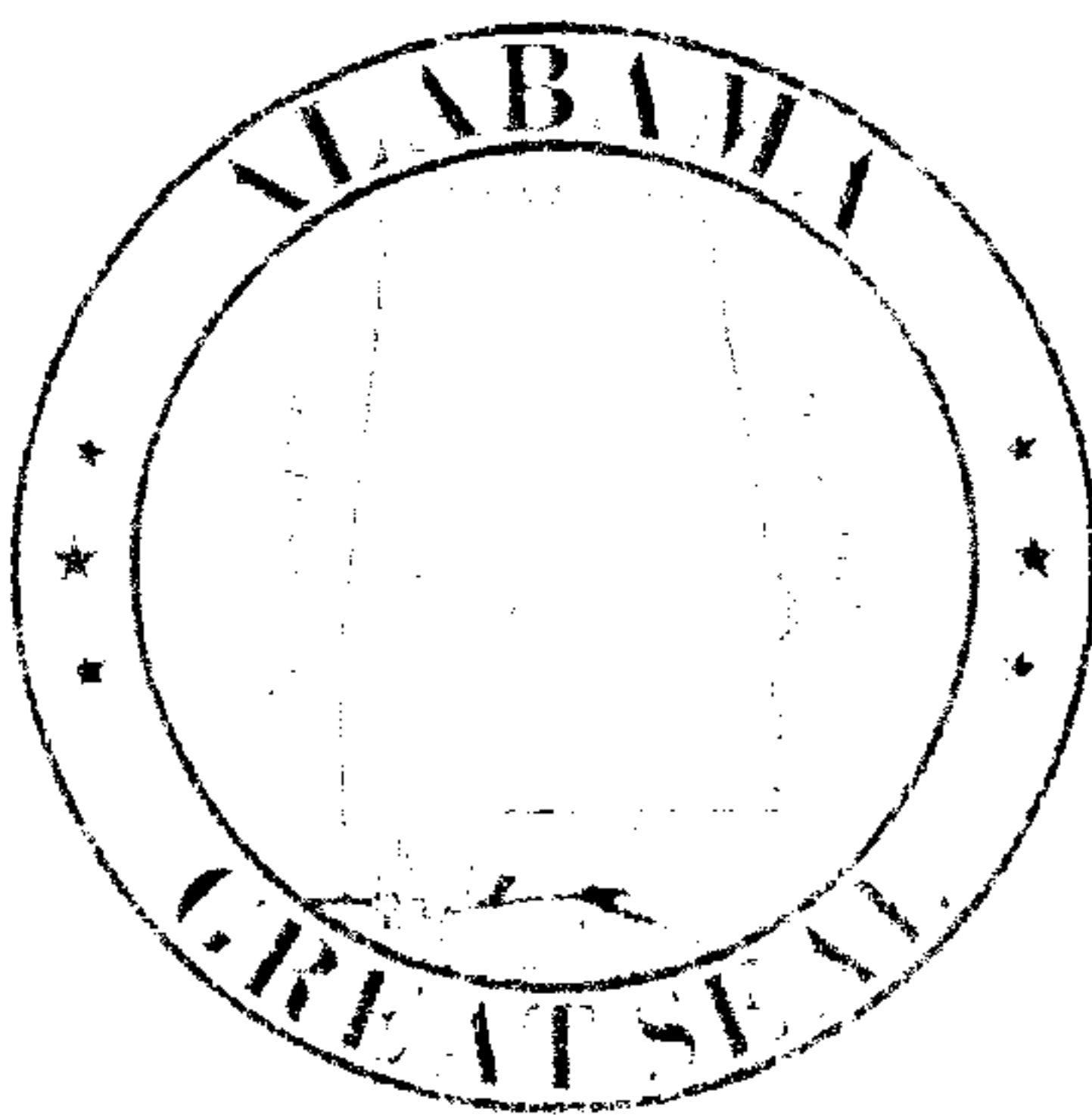
**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

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:

Kelley Creek LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Kimberly Kelley, 1241 Hwy 86, Calera, AL 35040 for a
period of one hundred twenty days beginning April 22, 2013 and expiring August
21, 2013.

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625-725

**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 22, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State