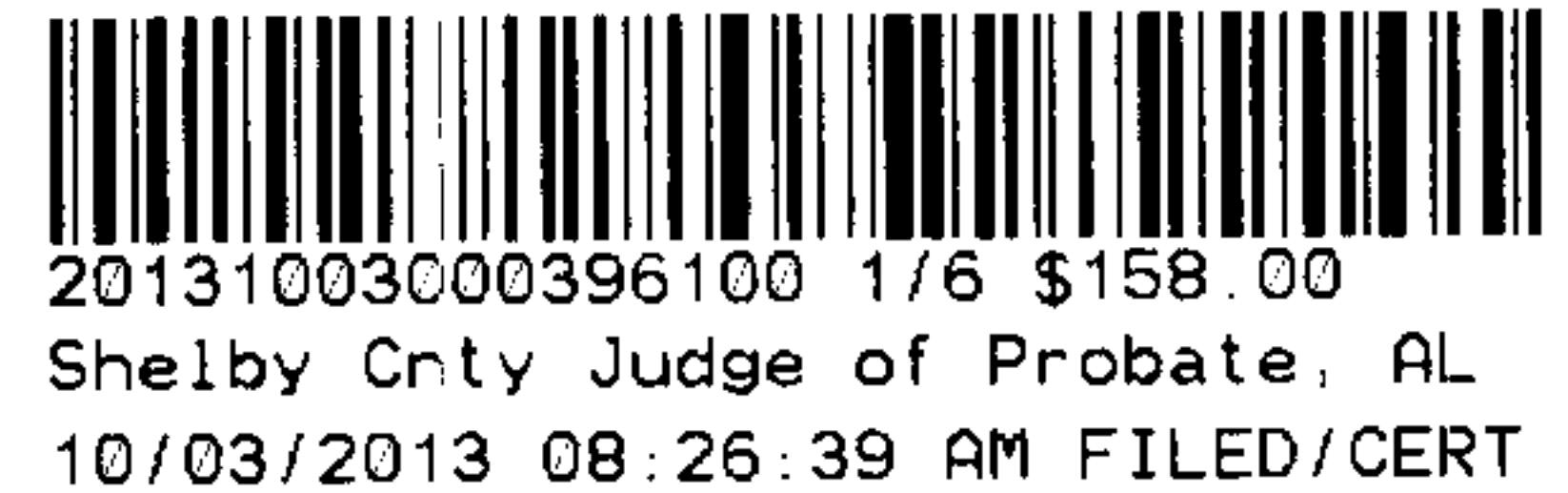


STATE OF ALABAMA

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.**



(For County Probate Office Use Only)

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.

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):

AGS Vaults, 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)

Aubrey C. Folsom, Jr.
153 Cahaba Valley Parkway
Pelham, AL 35124

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

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

153 Cahaba Valley Parkway, Pelham, AL 35124

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

4. The name of the Registered Agent: Aubrey C. Folsom, Jr.

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

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

5. Purpose for which the limited liability company formed: Dealing, manufacturing, selling, distributing, providing,
warehousing and/or importing burial products and services; 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): Aubrey C. Folsom, Jr.

Street (**No PO Boxes**) address of Organizer(s): 153 Cahaba Valley Parkway, Pelham, AL 35124

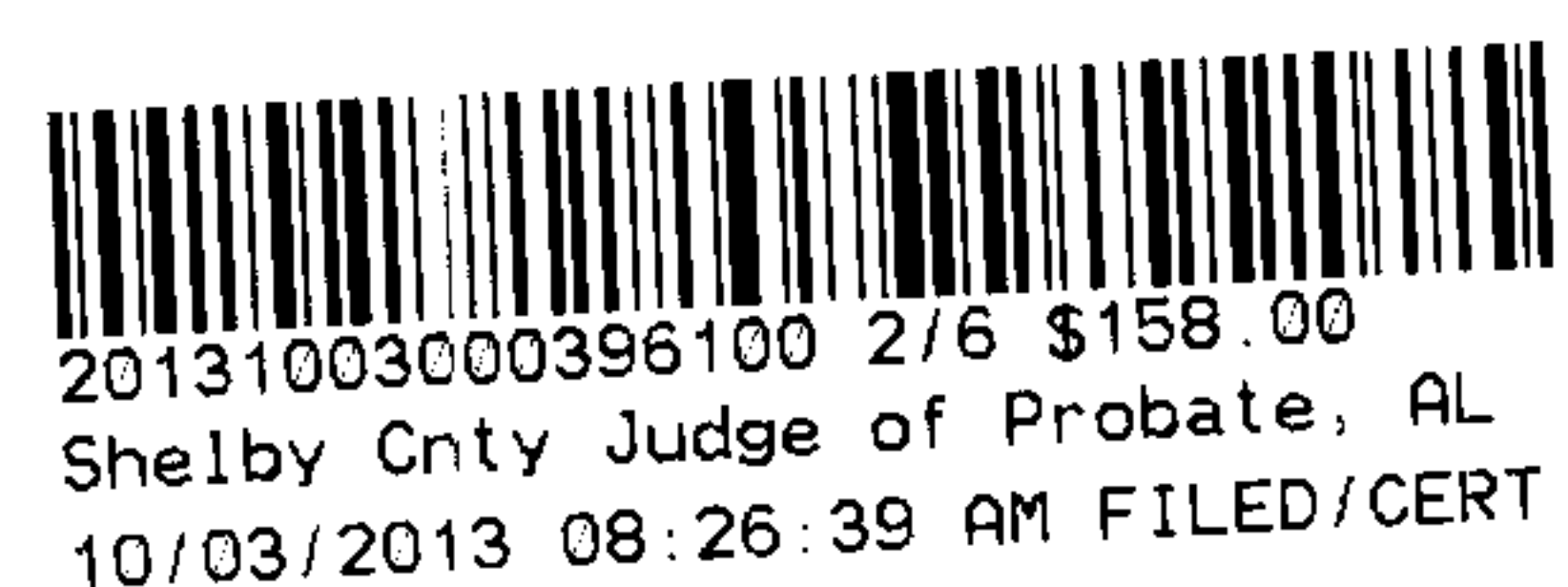
_____ Mailing address of Organizer(s) – (if
different from street address): _____

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: Aubrey C. Folsom, Jr.

Mailing address of Manager: 153 Cahaba Valley Parkway, Pelham, AL 35124



DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

Manager's Name: _____

Mailing address of Manager: _____

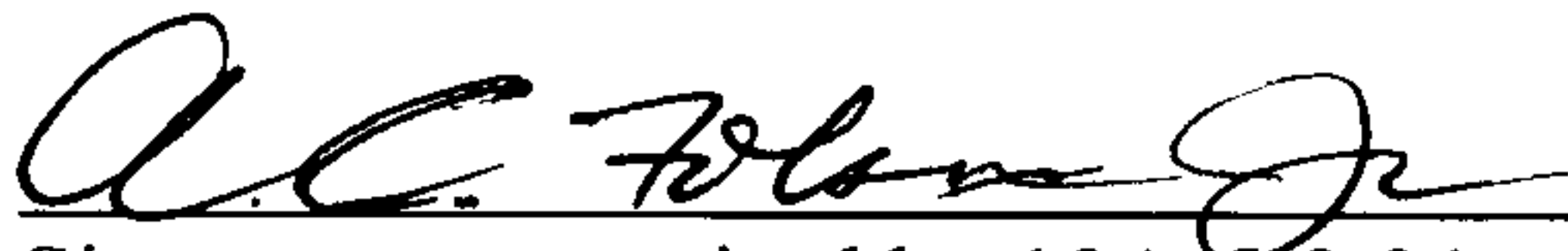
Attach listing if more Managers need to be added.

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 10 / 03 / 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.

10 / 03 / 2013
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Aubrey C. Folsom, Jr.
Typed Name of Above Signature

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

Additional members may sign (attach listing if necessary).

/ /
Date (MM/DD/YYYY)

Signature as required by 10A-5-2.04

Typed Name of Above Signature

Typed Title (Member)

**ARTICLES OF ORGANIZATION
OF
AGS VAULTS, LLC**

**TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:**

The undersigned, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Act, Code of Alabama, Section 10-12-1 et seq. (the “Act”), hereby certifies as follows:

1. **NAME.** The name of the limited liability company (the “Company”) is:

AGS VAULTS, LLC

2. **DURATION.** The period of duration of the Company shall be perpetual; provided, however, that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in Section 10-12-37 of the Act.
3. **PURPOSES.** The Company has been organized primarily for the purposes including but not limited to dealing, manufacturing, selling, distributing, providing, warehousing and/or importing burial products and services. The Company may also transact any other profitable and lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.
4. **INITIAL REGISTERED OFFICE AND AGENT.** The location and mailing address of the initial registered office of the Company, and the name of its initial registered agent at that address is:

Aubrey C. Folsom, Jr.
153 Cahaba Valley Parkway
Pelham, Alabama 35124

5. **INITIAL MEMBERS.** The name and mailing address of the initial member of the Company is:

Aubrey C. Folsom, Jr.
191 Deer Mountain Circle
Pelham, Alabama 35124



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Shelby Cnty Judge of Probate, AL
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6. **ORGANIZER.** The name and mailing address of the organizer of the Company is:


Aubrey C. Folsom, Jr.
153 Cahaba Valley Parkway
Pelham, Alabama 35124

7. **ADDITIONAL MEMBERS.** Additional members may be admitted to the Company only in accordance with the provisions of Section 10-12-31 of the Act.
8. **CESSATION OF MEMBERSHIP OF ALL MEMBERS.** The cessation of membership of all members shall result in the dissolution of the Company unless, within ninety (90) days after the cessation of membership of the last member, the holders of all financial rights in the Company agree in writing to continue the legal existence and business of the Company and to appoint one or more new members.
9. **MANAGEMENT OF THE COMPANY.** All actions of the Company shall be conducted by the majority consent of its Members.
10. **INDEMNIFICATION.** The Company may indemnify its members, managers, officers, agents and employees to the maximum extent permitted by law.
11. **AMENDMENT.** The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization and/or Operating Agreement solely by majority vote of the members.

IN WITNESS WHEREOF, the undersigned, acting as the Organizer of the Company, has executed these Articles of Organization on October 3, 2013.



Aubrey C. Folsom, Jr.
Organizer
AGS Vaults, LLC



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Shelby Cnty Judge of Probate, AL
10/03/2013 08:26:39 AM FILED/CERT

Jim Bennett
Secretary of State

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


STATE OF ALABAMA

**I, Jim Bennett, 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:

AGS Vaults, LLC

This name reservation is for the exclusive use of AUBREY C. FOLSOM, JR, 153
CAHABA VALLEY PKWY, PELHAM, AL 35124 for a period of one year
beginning October 02, 2013 and expiring October 02, 2014


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Shelby Cnty Judge of Probate, AL
10/03/2013 08:26:39 AM FILED/CERT

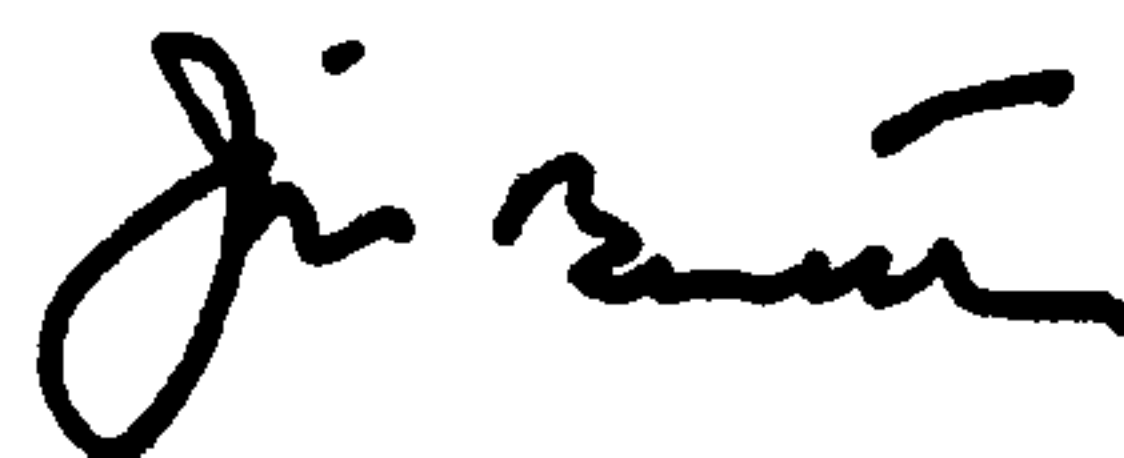


RES638295

**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.**

October 02, 2013

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State