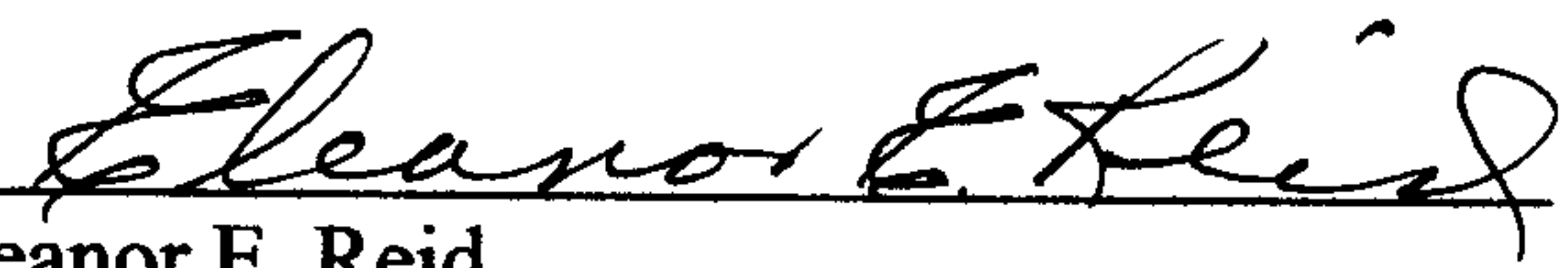
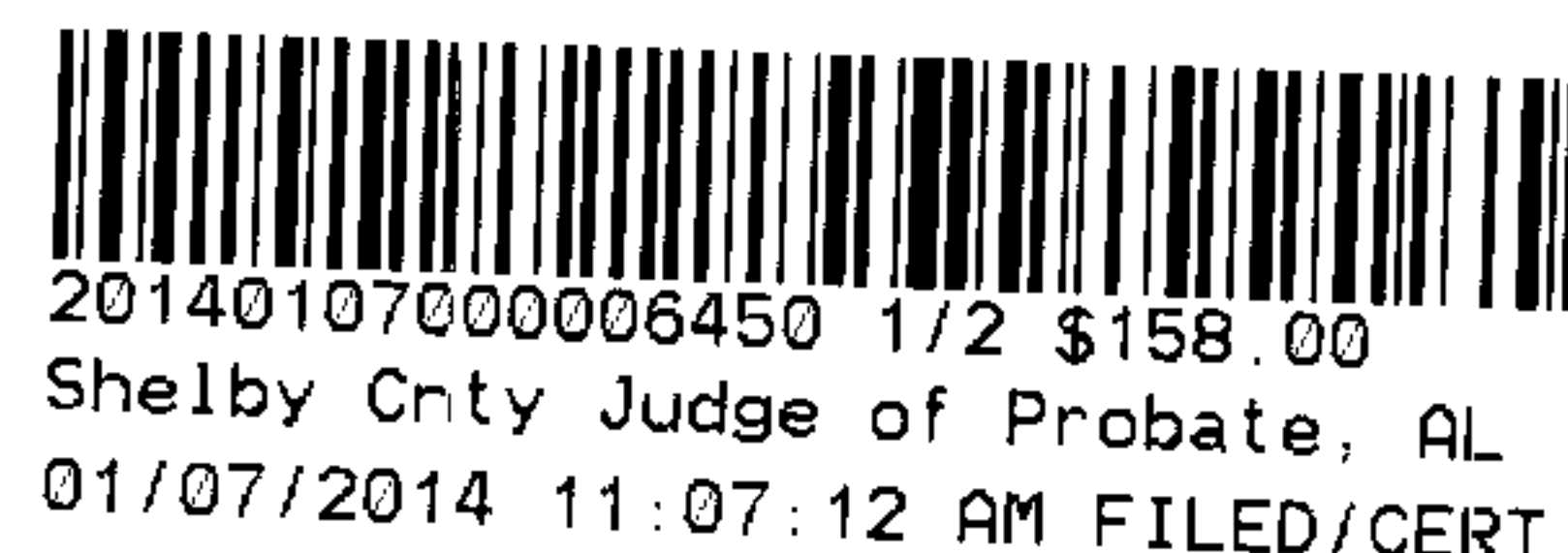


**CERTIFICATE OF FORMATION
OF
SHADESMONT, LLC**

1. The name of the limited liability company formed hereby is Shadesmont, LLC, hereinafter sometimes referred to in this Certificate of Formation as the "Company."
2. The period of the Company's duration is perpetual.
3. The purpose for which the Company is formed is the transaction of any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Law, as amended from time to time (the "Law").
4. The location and mailing address of the initial registered office of the Company is 2001 Regent Park Lane, Birmingham, Alabama 35242. The name of its initial registered agent at that address is Diane Hughes.
5. The name and mailing address of the initial member of the Company are Eleanor E. Reid, 127 Old Brook Place, Birmingham, Alabama 35242.
6. The right of the member to admit additional members to the Company shall be determined in accordance with the terms and conditions of the applicable provisions of the Operating Agreement of the Company, as it may be amended from time to time.
7. Except as otherwise specifically required by any non-waivable provisions of the Law or any provisions of the Operating Agreement of the Company, the cessation of membership in the Company by any member shall not result in the dissolution of the Company.
8. Management of the Company shall be vested in managers. There shall be one (1) initial manager of the Company, and the name and mailing address of the initial manager of the Company are Diane Hughes, 2001 Regent Park Lane, Birmingham, Alabama 35242.
9. The regulation of the internal affairs of the Company, if not set forth herein, shall be governed by the Operating Agreement of the Company, as it may be amended from time to time.

The undersigned, acting as the sole member of the limited liability company named herein, executes this Certificate of Formation as of this 23rd day of December, 2013.


Eleanor E. Reid



Jim Bennett
Secretary of State

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

STATE OF ALABAMA

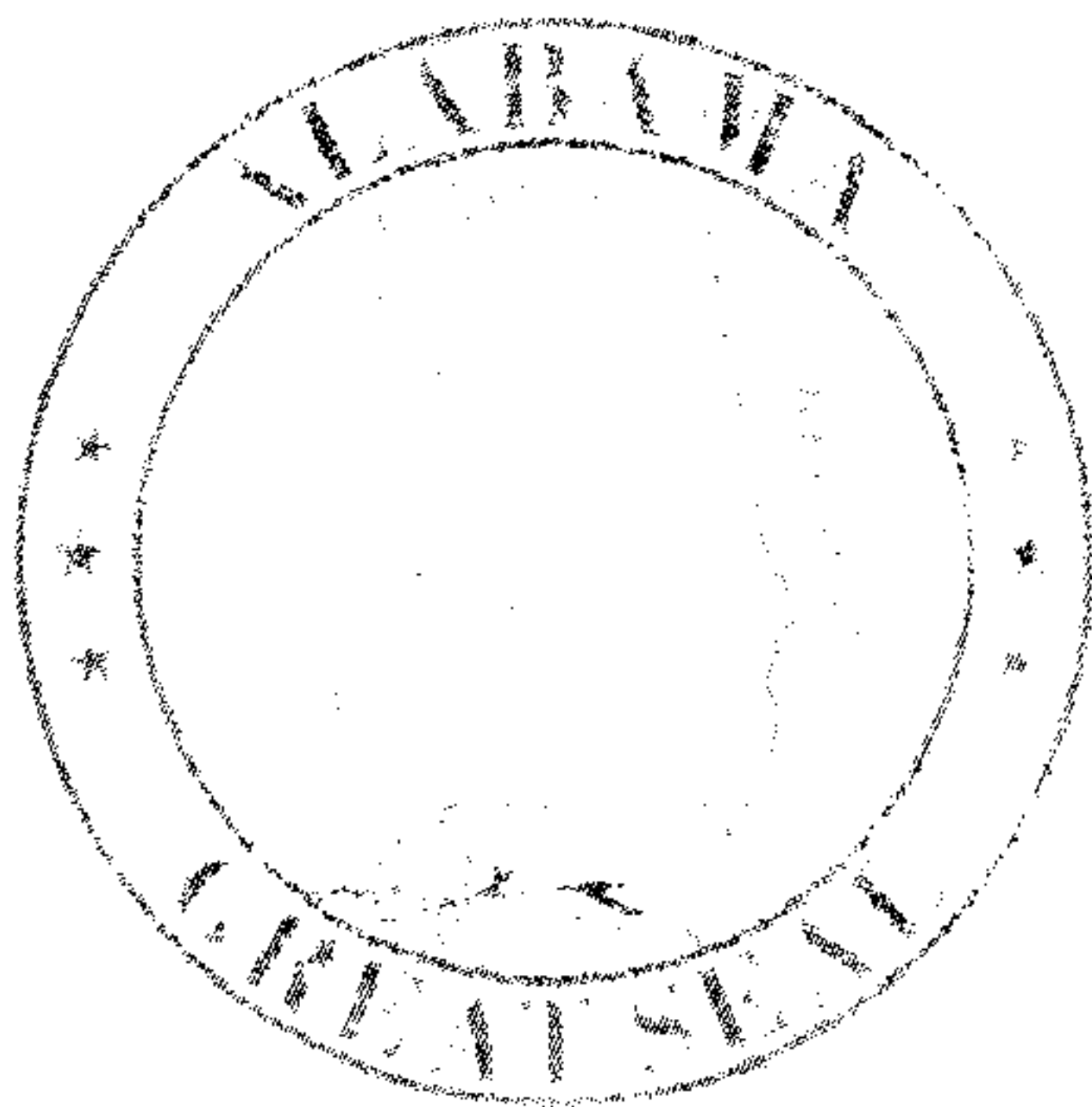
**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

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:

Shadesmont, LLC

This name reservation is for the exclusive use of Brooke A. Everley, 2100 1st
Avenue North, Birmingham, AL 35203 for a period of one year beginning
December 20, 2013 and expiring December 20, 2014


20140107000006450 2/2 \$158.00
Shelby Cnty Judge of Probate, AL
01/07/2014 11:07:12 AM FILED/CERT

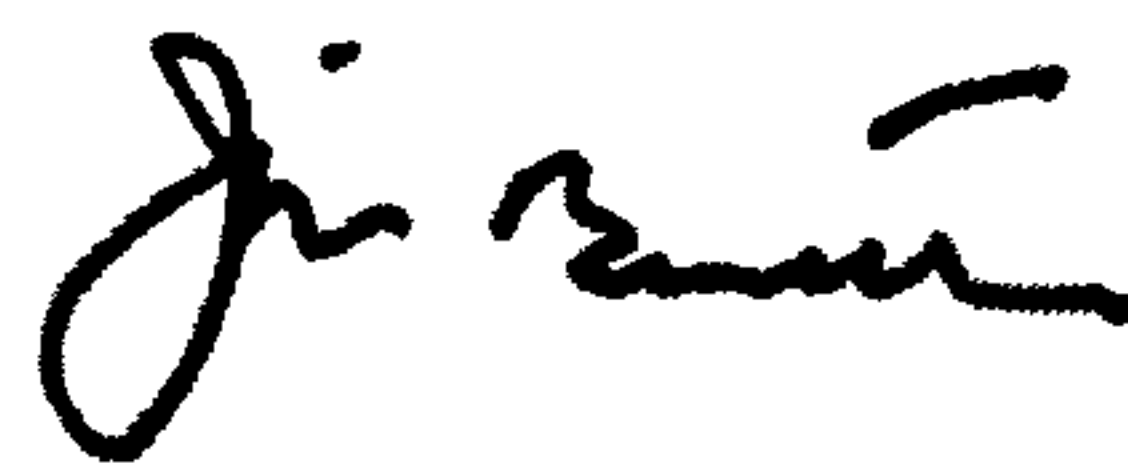


RES644642

**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.**

December 20, 2013

Date

A handwritten signature in black ink, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State