


STATE OF ALABAMA     )  
SHELBY COUNTY         )

  
20140509000139790 1/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
05/09/2014 09:10:56 AM FILED/CERT

**CERTIFICATE OF FORMATION  
OF  
SHEPHERD WELDING CONSULTING, LLC**

The undersigned, acting as the organizer of a limited liability company under the Alabama Limited Liability Company Law, Code of Alabama (1975) Title 10A, Chapter 1 to the extent applicable and Chapter 5, as the same may be amended from time to time, hereby adopts the following Certificate of Formation for **Shepherd Welding Consulting, LLC** (the "Limited Liability Company"):

**ARTICLE ONE  
NAME**

The name of the Limited Liability Company is **Shepherd Welding Consulting, LLC**

**ARTICLE TWO  
PERIOD OF DURATION**

The Limited Liability Company shall continue in existence until dissolved in accordance with the provisions of the Limited Liability Company's Operating Agreement, or, if there is no provision in an Operating Agreement of the Limited Liability Company governing dissolution of the Limited Liability Company, then in accordance with the provisions of the Alabama Limited Liability Company Law.

**ARTICLE THREE  
PURPOSE**

The business of the company shall be, to the extent permitted by law, (1) to engage in the marketing and sale of insurance products; (2) to have and exercise all powers set forth in Code of Alabama (1975), Sections 10A-1-2.11, 2.12, and 2.13, as the same may be amended from time to time; and (3) to engage in any lawful business or other activity, related or incidental to any of the foregoing activities.

**ARTICLE FOUR  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The mailing address of the initial registered office is **128 Indian Gate Circle, Birmingham, AL 35242** and the name of the initial registered agent of the Limited Liability Company at such address is **Robert Shepherd**.

**ARTICLE FIVE  
ORGANIZER**

The name and address of the organizer is as follows:

**NAME**

**ADDRESS**

Jason A. Stuckey, Esq.

300 Cahaba Park Circle, Ste 100  
Birmingham, AL 35242

**ARTICLE SIX  
INITIAL MEMBERS**

The names and mailing addresses of the initial members of the Limited Liability Company are:

**NAME**

**ADDRESS**

**Robert Shepherd**

**128 Indian Gate Circle, Birmingham, AL 35242**

**ARTICLE SEVEN  
ADDITIONAL MEMBERS**

Additional members may be admitted in accordance with the terms of the Limited Liability Company's Operating Agreement, if any. If the Limited Liability Company does not have an operating agreement that provides for the admission of additional members, additional members may be admitted with the written consent of all members at such times and upon such terms and conditions as may be mutually agreed upon by the members and the person desiring to become a member.

## ARTICLE EIGHT CONTINUATION OF THE BUSINESS

In the event there are no remaining members, and except as otherwise provided in the Limited Liability Company Operating Agreement, if any, the Limited Liability Company shall be dissolved and its affairs shall be wound up unless:

(a) the holders of all of the financial rights in the Limited Liability Company agree in writing within ninety (90) days after the cessation of membership of the last member, to continue the legal existence and business of the Limited Liability Company and to appoint one or more new members;  
or

(b) The legal existence and business of the Limited Liability Company is continued and one or more new members are appointed in the manner stated in an operating agreement of the Limited Liability Company.

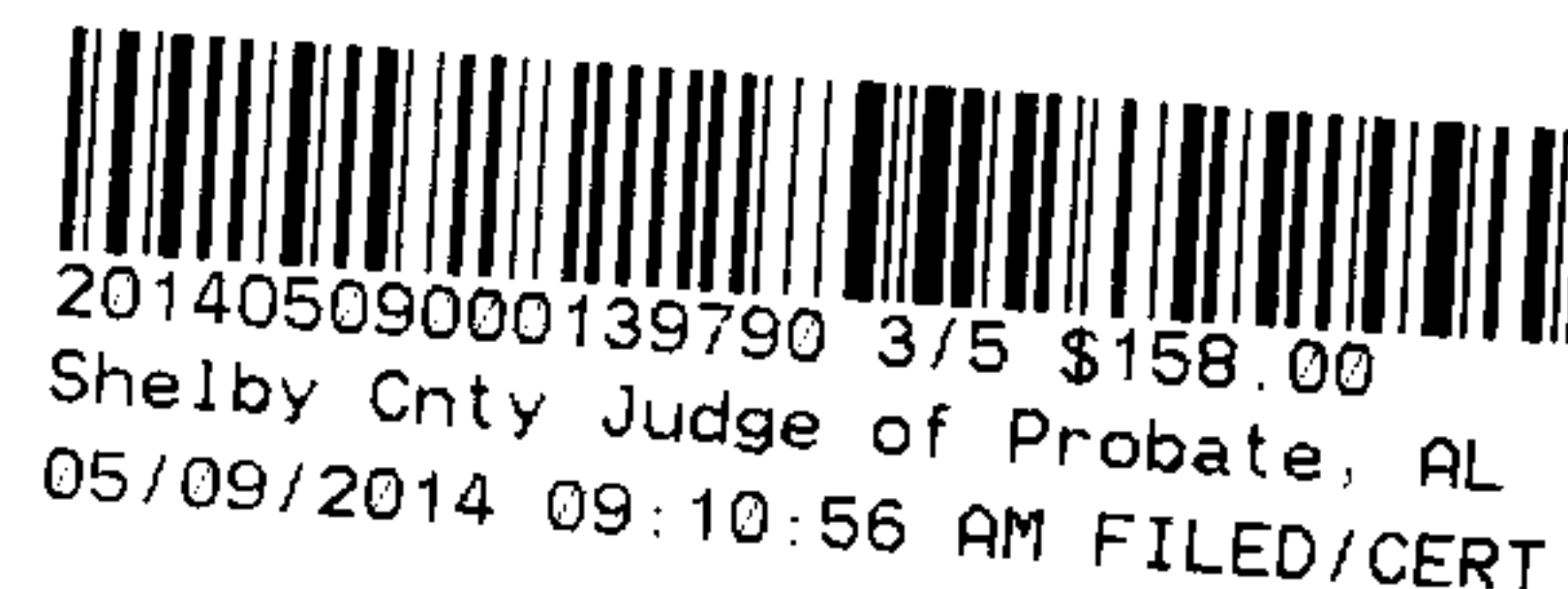
For the purpose of this Article, all of the financial rights owners means interests of one or more remaining financial rights owners which, when taken together, own one hundred percent (100%) of the capital interests and one hundred percent (100%) of the profits interests of the remaining financial rights owners.

## ARTICLE NINE MANAGEMENT

The management of the Company is vested in its members. The name and address of the initial member of the Company is as follows: **Robert Shepherd**. Subject to any provisions in an operating agreement of the Company, or the provisions of the Alabama Limited Liability Company Act restricting or enlarging the management rights and duties of any person or group or class of persons, the members shall have the right and authority to manage the business or affairs of the Limited Liability Company and to make all decisions with respect thereto.

## ARTICLE TEN AMENDMENT OF ARTICLES OF ORGANIZATION

The Certificate of Formation may be amended only by the unanimous vote or written consent of all of the members of the Limited Liability Company.

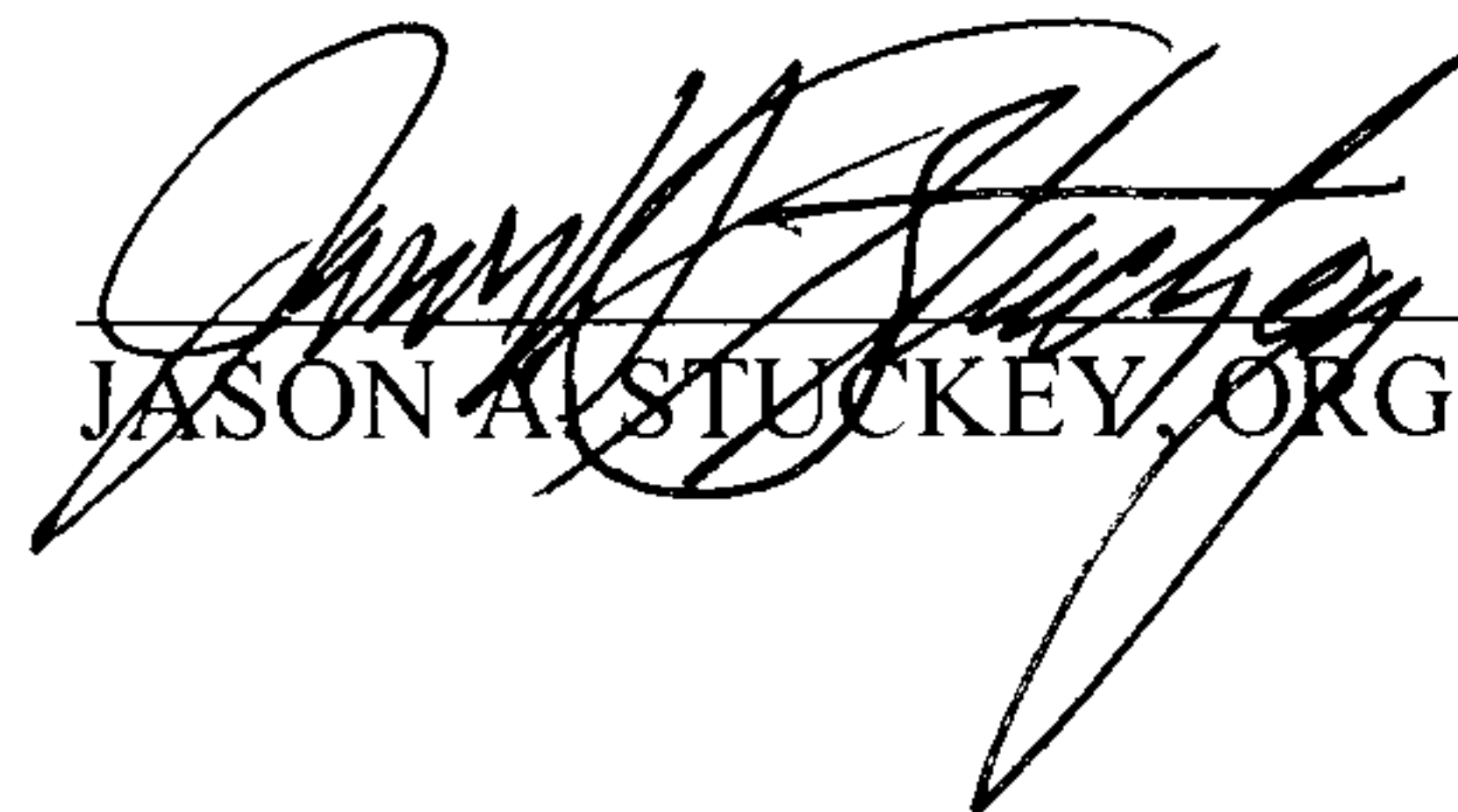




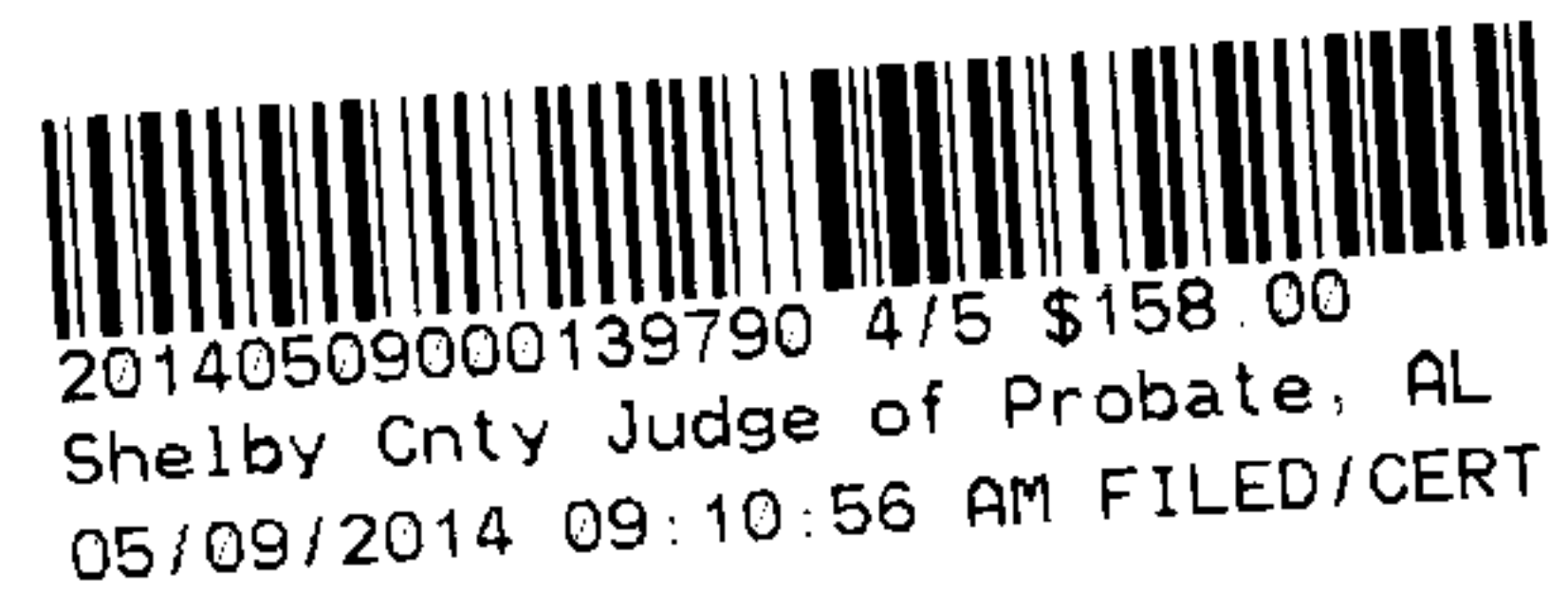
**ARTICLE ELEVEN  
INCORPORATION OF PROVISIONS OF OPERATING AGREEMENT**

The provisions of the Limited Liability Company's Operating Agreement, if any, are incorporated herein by reference as though fully set forth herein.

**IN WITNESS WHEREOF**, the undersigned has executed the Certificate of Formation as the organizer, all as of the 23rd day of April, 2014, and affirms that the facts herein are true under penalties for perjury prescribed by Code of Alabama, Section 13A-10-103 (1975) or its successor.

  
\_\_\_\_\_  
JASON A. STUCKEY, ORGANIZER

This Instrument Prepared By:  
Jason A. Stuckey, Esquire  
MOSES & MOSES, P.C.  
300 Cahaba Park Circle, Suite100  
Birmingham, AL 35242  
205-967-0901 telephone  
205-967-0942 fax



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:

**Shepherd Welding Consulting, LLC**

This name reservation is for the exclusive use of Jason A. Stuckey, 300 Cahaba  
Park Circle, Suite 100, Birmingham, AL 35242 for a period of one year beginning  
April 14, 2014 and expiring April 14, 2015



RES654760

**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 14, 2014

Date

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

**Jim Bennett**

**Secretary of State**



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