

STATE OF ALABAMA)
)
SHELBY COUNTY)

**CERTIFICATE OF FORMATION
OF
NUMBER SHARING, LLC**

The undersigned organizer, desiring to form a limited liability company pursuant to the Alabama Limited Liability Company Act (the “Act”), does hereby certify as follows:

ARTICLE I

NAME

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

ARTICLE II

DURATION

The existence of the Company shall commence on the date of the filing of this Certificate of Formation in the Office of the Probate Judge of Shelby County, Alabama, and its duration shall be perpetual; provided, however, that the Company may be dissolved (a) by the Member; (b) as provided in any Operating Agreement entered into by the Member(s), or (c) as may be required by the Act.

ARTICLE III

PURPOSES AND POWERS

The purposes for which the Company is formed is to transact any and all lawful business for which limited liability companies may be formed under the Act, as from time to time amended.

The Company shall have all powers necessary for the effectuation and accomplishment of the specific purposes for which the Company is formed and, without limiting the generality of the foregoing, the Company shall also have all other powers as set forth in §10A-5-1.03 Code of Alabama 1975, as in effect from time to time, as well as such other powers as may be granted to limited liability companies by the State of Alabama or by such other jurisdictions in which the Company may be conducting business from time to time.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The location and street address of the Company’s initial registered office is 11 Lake View Circle, Vandiver, Alabama 35176. The mailing address of the Company’s initial registered office is P.O. Box 43313, Birmingham, Alabama 35243. The name of the Company’s initial registered agent at such addresses is Chris Brakefield.


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ARTICLE V

INITIAL MEMBERS

The name and mailing address of the Initial Member of the Company is as follows:

<u>Name</u>	<u>Address</u>
Chris Brakefield	11 Lake View Circle Vandiver, Alabama 35176

Additional Members may be admitted upon the unanimous approval of the Members in accordance with such other terms, conditions, and procedures as shall be imposed in the Company's Operating Agreement, as adopted and as amended from time to time.

ARTICLE VI

CONDUCT OF BUSINESS

The Initial Member, as well as any and all future Members, and the Company intend that the Company shall not be treated as a partnership for any purpose other than federal and state tax purposes and the formation and operation of the Company shall not be construed to suggest otherwise. The filing of Federal or Alabama partnership tax returns, or any other tax return schedule for attachment to a Member's individual tax return, by or on behalf of the Company, shall not be construed as conduct of the business of the Company in any form or entity other than as a limited liability company. The business of the Company is not and shall not be conducted as either a sole proprietorship or general partnership under the laws of the State of Alabama at any time whatsoever.

ARTICLE VII

COMPANY OWNERSHIP OF BUSINESS PROPERTY

All business property of the Company shall be owned by the Company. All title shall be held in the Company's name unless otherwise agreed upon by the Members, in writing. The Members hereby acknowledge that they have no right to require partition of such business property.

The funds of the Company shall be deposited in such bank account or accounts, or invested in such interest bearing and non-interest bearing investments, as shall be determined by the Initial Member or a Manager. All withdrawals from any such bank accounts shall be made by the duly authorized agent or agents of the Company. Company funds and assets shall be held in the name of the Company and shall not be commingled with those of any Member, Manager, nor with those of any other person or entity.

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ARTICLE VIII

NO MEMBER OR MANAGER LIABILITY FOR COMPANY OBLIGATIONS

The formation and operation of the Company shall not be construed to obligate the Initial Member, any and all future Members, nor any Manager of the Company for any liability, or claim of creditors, of the Company, unless such liabilities and claims shall first have been previously guaranteed personally by such Members or Managers.

Except as otherwise required in the Act, no Member shall have any liability to restore any portion of a deficit balance in the Member's capital account, for purposes of personally satisfying any claim of a creditor of the Company, other than a Member's obligation to pay his, her, or its initial capital contribution and any additional capital contributions as may have been agreed to in a writing obligating a Member to the Company for such amounts.

ARTICLE IX

MANAGEMENT

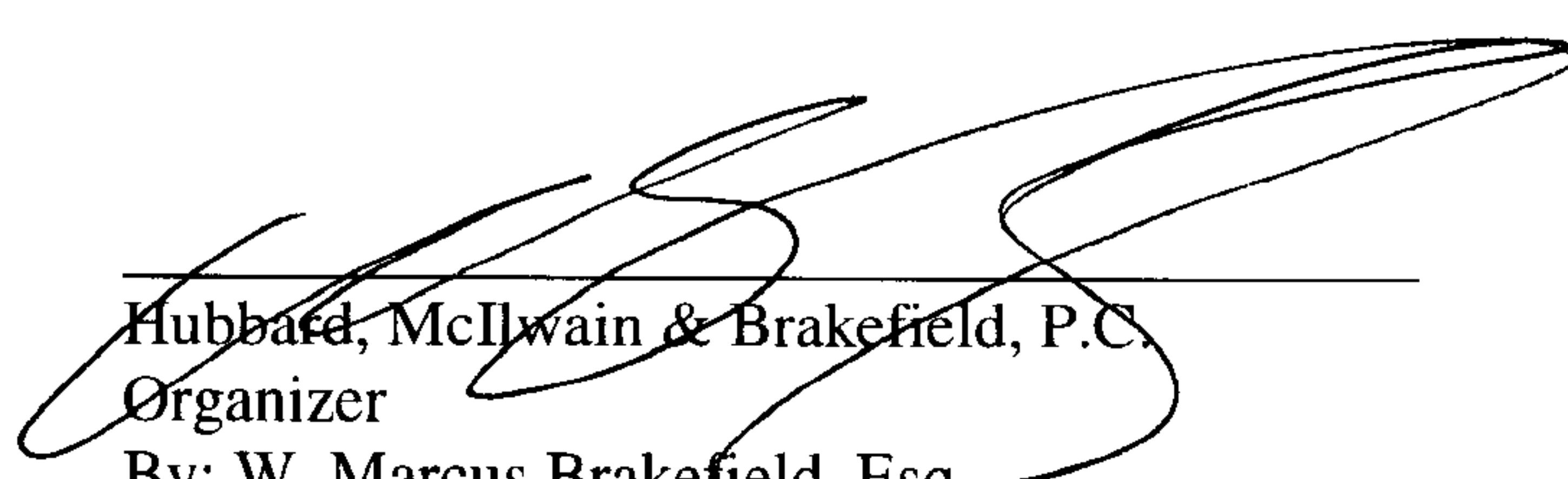
The management of the Company shall be vested in its Initial Manager, Chris Brakefield, whose address is 11 Lake View Circle, Vandiver, Alabama 35176, and in any subsequent Managers as elected by the Members and as stated in the Operating Agreement when adopted by the Members.

ARTICLE X

ORGANIZER

The name of the organizer of the Company is Hubbard, McIlwain & Brakefield, P.C., whose address is 808 Lurleen Wallace Blvd. N., Tuscaloosa, Alabama 35401.

IN WITNESS WHEREOF, the undersigned Organizer of the Company has hereunto set his hand and seal on this, the 19th day of August, 2014.


Hubbard, McIlwain & Brakefield, P.C.
Organizer
By: W. Marcus Brakefield, Esq.,
Its Vice President

THIS INSTRUMENT WAS PREPARED BY:

C. Collin Rich, Esq.
HUBBARD, MCILWAIN & BRAKEFIELD, P.C.
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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:

Number Sharing, LLC

This name reservation is for the exclusive use of Hubbard, McIlwain & Brakefield,
P.C., P.O. Box 2427, Tuscaloosa, AL 35403 for a period of one year beginning
August 15, 2014 and expiring August 15, 2015

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**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.**

August 15, 2014

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State