


# **Articles of Organization of the Holden Energy Transport, LLC**

  
20141202000378520 1/4 \$158.00  
Shelby Cnty Judge of Probate, AL  
12/02/2014 11:38:50 AM FILED/CERT

## **An Alabama Limited Liability Company**

### **Section 1.01 Introduction and Preliminary Statements**

The undersigned Organizer, desires to form a limited liability company pursuant to the Laws of the State of Alabama by delivering in duplicate to the Secretary of State of the State of Alabama these Articles of Organization, in accordance with the provisions of Alabama Limited Liability Company Act (Acts 1993, No. 93-724, p. 1425, § 1.), hereinafter referred to as the “Act.”

### **Section 1.02 Name**

The name of the limited liability company, referred to as the “Company,” is:

Holden Energy Transport LLC  
An Alabama Limited Liability Company

### **Section 1.03 Duration**

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Alabama, unless dissolved according to law.

### **Section 1.04 Objects and Purposes**

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

### **Section 1.05 Principal Place of Business**

The principal place of Business of the Company is:

**Physical Address:**  
4200 Highway 93  
Helena, Alabama 35080

**Mailing Address:**  
4200 Highway 93  
Helena, Alabama 35080

**Section 1.06 Registered Agent and Registered Office**

The name of the initial registered agent is Scottie Dean Holden and the original registered addresses are as follows:

**Physical Address:**

4200 Highway 93  
Helena, Alabama 35080

**Mailing Address:**

Mr. Scottie Dean Holden  
4200 Highway 93  
Helena, Alabama 35080

**Section 1.07 Name and Address of Organizer**

R.F. (Ben) Stewart III, 1232 Blue Ridge Blvd, Birmingham, Alabama 35226

**Section 1.08 Additional Contributions**

Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

**Section 1.09 Additional Members**

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

**Section 1.10 Continuation of Business**

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued membership of a Member in the Company, the remaining Members and Manager of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Manager fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

**Section 1.11 Operating Agreement and Authority**

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Manager and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Manager of the Company. Said Operating



Agreement may from time to time be amended in accordance with the provisions contained therein.

**Section 1.12 Management**

The business of the Company shall be conducted under the management of its Manager who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement name and address of the initial Manager is:

Scottie Dean Holden  
4200 Highway 93  
Helena, Alabama 35080

**Section 1.13 Indemnification and Liability**

The Company may, as determined by the Manager of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

**Section 1.14 Transferability of Interest**

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

**IN WITNESS WHEREOF** the undersigned forms this limited liability company on this date:

Executed on November 25, 2014

  
R.F. (Ben) Stewart III, Organizer

Jim Bennett  
Secretary of State

20141202000378520 4/4 \$158.00  
Shelby Cnty Judge of Probate, AL  
12/02/2014 11:38:50 AM FILED/CERT

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:

**Holden Energy Transport LLC**

This name reservation is for the exclusive use of Scott Holden, 4200 Highway 93, Helena, AL 35080 for a period of one year beginning November 05, 2014 and expiring November 05, 2015



RES672511

**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.**

November 05, 2014

Date

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

**Jim Bennett**

**Secretary of State**