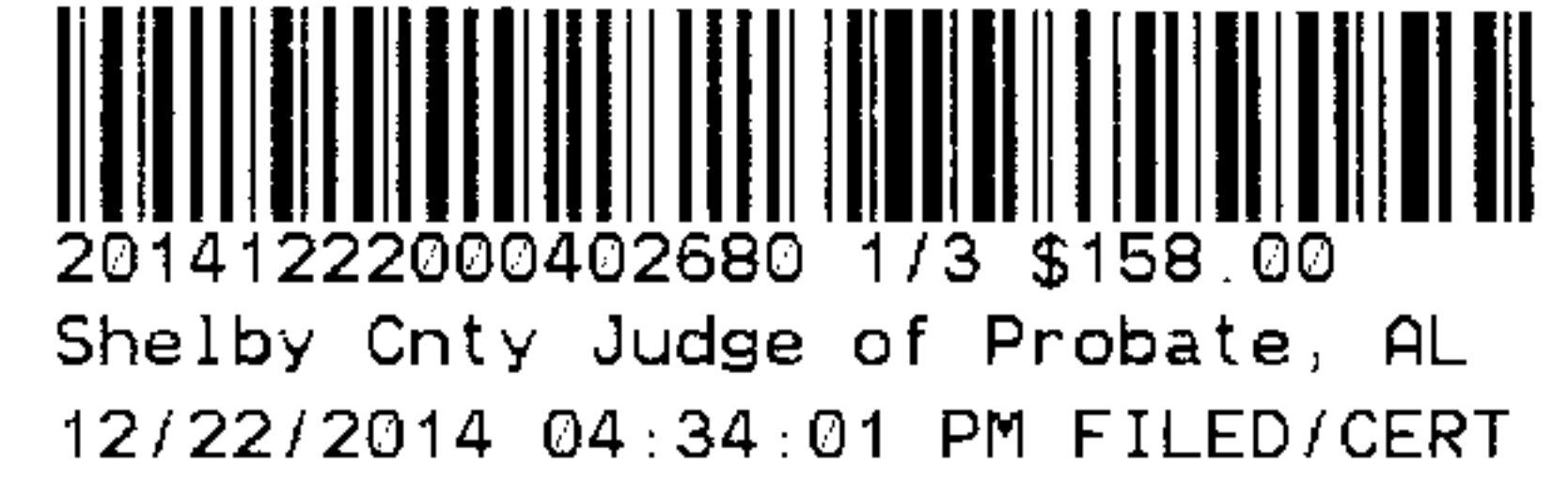


CERTIFICATE OF FORMATION

OF

HEATHERWOOD LAND PRESERVATION, LLC



Pursuant to the provisions of Alabama Code §10A-1-1.01 et seq, the undersigned hereby submits the following Certificate of Formation of a Limited Liability Company.

- I. **NAME.** The name of the Limited Liability Company is HEATHERWOOD LAND PRESERVATION, LLC (hereinafter the "Company").
- II. **DURATION.** The duration of the Company shall be perpetual.
- III. **PURPOSE.** The purpose of the Company is to acquire and own real estate, and any and the transaction of all other lawful purposes.
- IV. **LOCATION.** The location and mailing address of the Company's initial registered office is 120 Landfill Road, Columbiana, Alabama 35051, and the name of the Company's initial registered agent at that address is Mary Anna Raburn
- V. **ADMISSION OF ADDITIONAL MEMBERS.** No member of the Company has the right to admit additional members, except as provided in the Company's Operating Agreement.
- VI. **MANAGEMENT.** The Company is to be managed by one or more managers, and the name(s) and mailing address(es) of the initial manager(s) of the Company is/are:

ALLIEQUINN, INC.
120 Landfill Road
Columbiana, Alabama 35051

The initial manager(s) shall serve as manager(s) of the company, until the members shall elect a successor, and such successor be duly qualified.

- VII. **LIMITED LIABILITY OF MEMBERS.** Except as provided by Ala. Code § 10A-5-3.02 or other applicable law, the members of the Company shall not be liable under a judgment, decree, or court order, or in any other manner, for a debt, obligation, or liability of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, manager, agent, or employee of Company.
- VIII. **CONTINUATION OF BUSINESS UPON DISSOCIATION OF A MEMBER.** If a member of the Company becomes dissociated from the Company, pursuant to this Certificate, the Operating Agreement, or by operation of law, the Company's affairs shall be wound up, and the Company dissolved, unless the remaining members submit their

unanimous written consent within ninety (90) days of dissociation, and there exists at least one remaining member.

IX. ORGANIZER. The name and address of the organizer(s) of the Company is/are:

William C. Brown
Engel, Hairston & Johanson, P.C.
109 N. 20th Street, 4th Floor
Birmingham, Alabama 35203

The organizer of the Company is authorized to execute this Certificate of Formation in connection with the formation of the Company.

IN WITNESS WHEREOF, the undersigned organizer(s) has executed this Certificate of Formation this 22nd day of December, 2014.



William C. Brown (Its Organizer)

THIS INSTRUMENT PREPARED BY:

William C. Brown
Engel, Hairston & Johanson, P.C.
109 North Twentieth Street
P.O. Box 11405
Birmingham, Alabama 35202


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Shelby Cnty Judge of Probate, AL
12/22/2014 04:34:01 PM FILED/CERT

Jim Bennett
Secretary of State

20141222000402680 3/3 \$158.00
Shelby Cnty Judge of Probate, AL
12/22/2014 04:34:01 PM 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:

Heatherwood Land Preservation, LLC

This name reservation is for the exclusive use of William C Brown, 109 N. 20th
Street, Birmingham, AL 35203 for a period of one year beginning December 21,
2014 and expiring December 21, 2015



RES676195

**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 21, 2014

Date

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

Jim Bennett

Secretary of State