

CERTIFICATE OF FORMATION  
OF  
ADVERTISING EXCELLENCE, LLC

Pursuant to the provisions of Ala. Code §§ 10A-5A-1.01-12.05 (1975), the Alabama Limited Liability Company Law of 2014 as may be amended from time to time, the undersigned hereby adopts the following Alabama Limited Liability Company Certificate of Formation.

ARTICLE I

*Name*

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

ARTICLE II

*Duration*

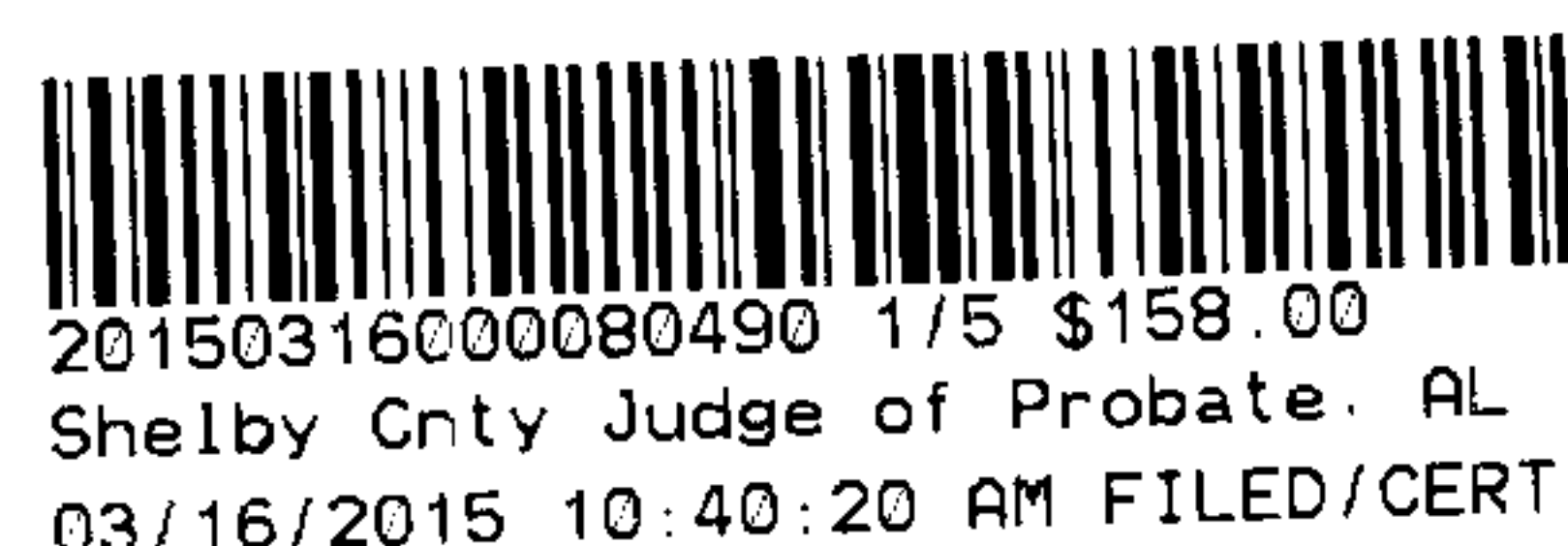
The Company shall have perpetual duration from the date of formation unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Law of 2014.

ARTICLE III

*Purposes*

The purposes for which the Company is formed are:

- (a) To provide advertising services and any and all services ancillary thereto and any and all other services of every nature, kind, and character, which it may legally render;
- (b) To engage in any other lawful business of any kind or character whatsoever;
- (c) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, limited liability companies,



associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(f) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(g) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Alabama Limited Liability Company Law of 2014.

#### ARTICLE IV

##### *Principal Office; Registered Office; Registered Agent*

The location and street address of the principal and initial registered office and agent of the Company is:

Sammy J. Lee  
3215 Glasgow Circle  
Birmingham, AL 35242

#### ARTICLE V

##### *Organizers*

The name and address of the Organizer is:

Sammy J. Lee  
3215 Glasgow Circle  
Birmingham, AL 35242

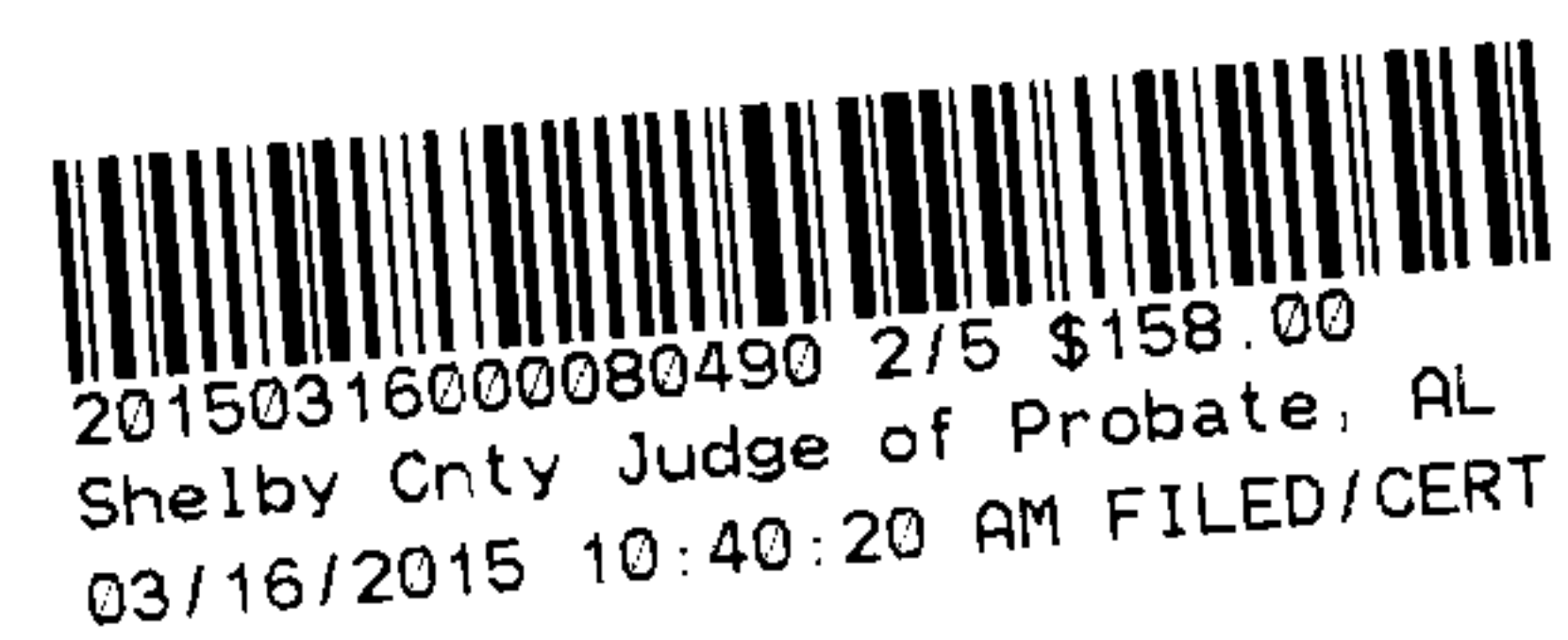
#### ARTICLE VI

##### *Initial Members*

The initial members of the limited liability company are:

Sammy J. Lee  
3215 Glasgow Circle  
Birmingham, AL 35242

Joan French  
522 East 600 South  
Fort Branch, IN 47648



## ARTICLE VII

### *Admission of Additional Members*

Upon the unanimous written consent of the Members, the Company may permit the admission of Additional Members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

## ARTICLE VIII

### *Cessation of Membership*

The cessation of membership of one or more Members will not result in the dissolution of the Company.

## ARTICLE IX

### *Management*

The management of the Company shall be vested in its Members. Subject to any provisions in the Operating Agreement or the Alabama Limited Liability Company Law of 2014 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 Company and to make all decisions with respect thereto.

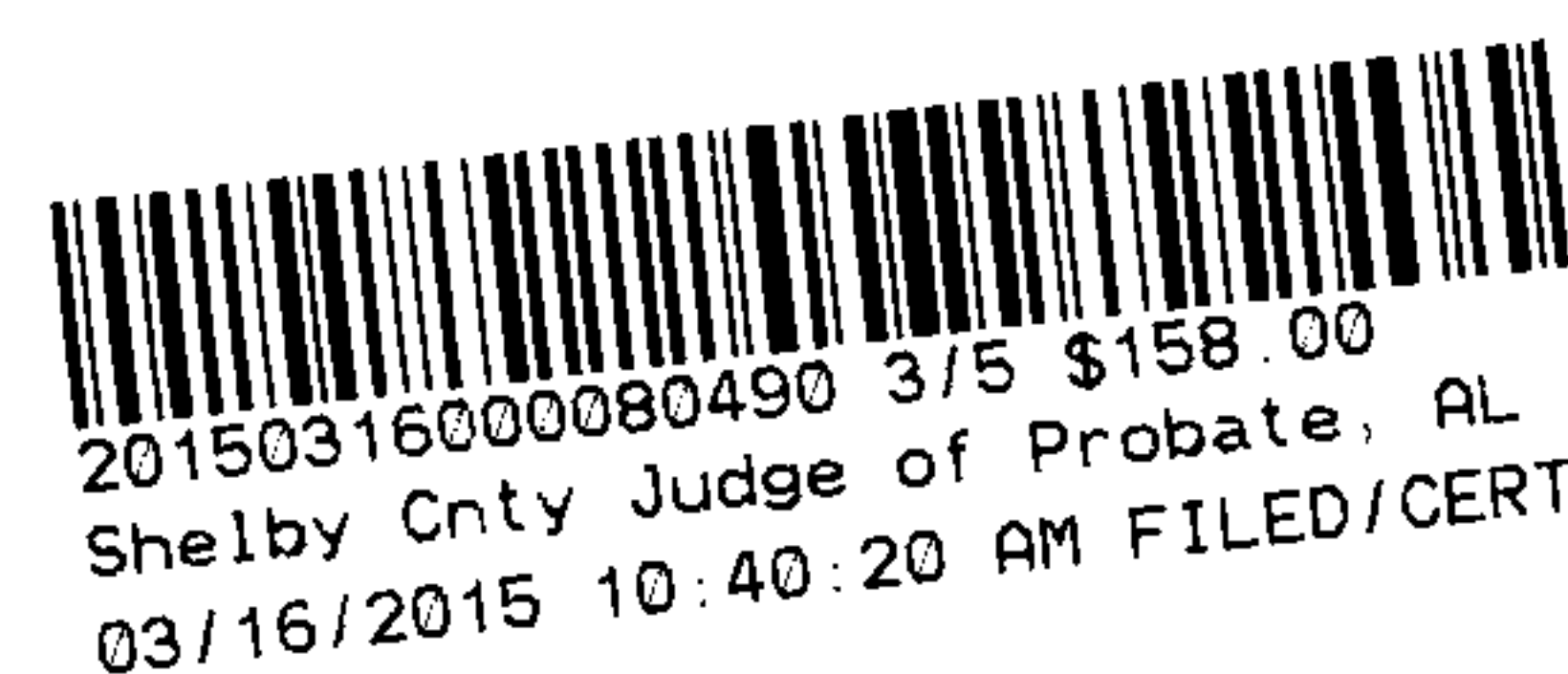
Upon unanimous written consent, the Members may vest management of the Company in one or more Managers, then the Manager(s) shall have the power to manage the business or affairs of the Company as provided in the Operating Agreement. Upon unanimous written consent, the Members may make provision for the future creation of additional classes or groups of Members or Managers having relative rights, powers, and duties as may be created in the manner provided in the Certificate of Formation, including rights, duties, and powers senior to existing classes and groups of Members or Managers.

The Members are authorized to amend the Certificate of Formation and Operating Agreement upon unanimous written consent.

## ARTICLE X

### *Series Assets*

The Company may have one or more series of assets subject to the limitations provided in Ala. Code § 10A-5A-11.02(a) (1975).



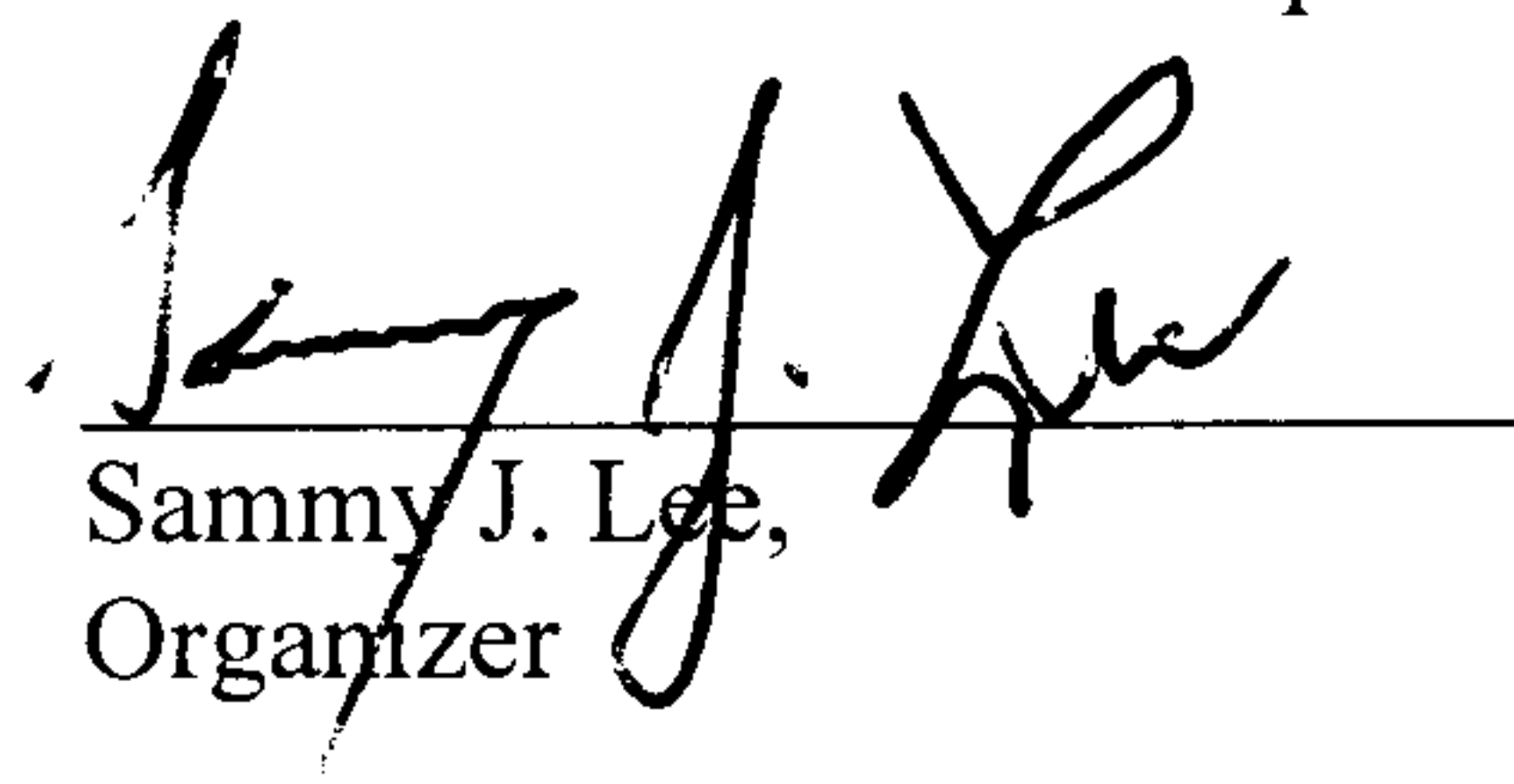


## ARTICLE XI

### *Effective Date*


The filing of the Company is effective immediately on the date filed by the Judge of Probate.

IN WITNESS WHEREOF, this Certificate of Formation has been subscribed as of the 12<sup>th</sup> day of March, 2015 by the undersigned Organizer, who affirms that the statements made herein are true under the penalties of perjury.

  
Sammy J. Lee,  
Organizer

### **This form was prepared by:**

Steven M. Brom  
Bachus, Brom & Taylor LLC  
4908 Cahaba River Road  
Suite 204  
Birmingham, Alabama 35243

  
20150316000080490 4/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
03/16/2015 10:40:20 AM FILED/CERT

John H. Merrill  
Secretary of State

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


# STATE OF ALABAMA

**I, John H. Merrill, 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:

**Advertising Excellence, LLC**

This name reservation is for the exclusive use of Sammy J. Lee, 3215 Glasgow  
Circle, Birmingham, AL 35242 for a period of one year beginning March 12, 2015  
and expiring March 12, 2016

  
20150316000080490 5/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
03/16/2015 10:40:20 AM FILED/CERT

**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.**

March 12, 2015

**Date**



**John H. Merrill**

**Secretary of State**

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