


THIS INSTRUMENT PREPARED BY:
Brad S. Anderson
Butler Snow LLP
1819 Fifth Avenue North, Suite 1000
Birmingham, Alabama 35203
(205) 297-2200

STATE OF ALABAMA)
)
COUNTY OF SHELBY)


20150501000142600 1/4 \$158.00
Shelby Cnty Judge of Probate, AL
05/01/2015 09:39:29 AM FILED/CERT

CERTIFICATE OF FORMATION

OF

JHF MANAGEMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the Alabama Limited Liability Company Law of 2014 (the “Act”) hereby files the following Certificate of Formation with the Judge of Probate of the County in which the initial registered office of the limited liability company will be located and attests that the facts stated in this Certificate of Formation are true and correct:

ARTICLE I
NAME AND TYPE

The name of this limited liability company (the “**Company**”) shall be: **JHF Management, LLC**. The Company is a limited liability company.

ARTICLE II
DURATION

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with its Certificate of Formation and its Operating Agreement.

ARTICLE III
PURPOSES

The nature of the business of the Company and its objects, purposes and powers are as follows:

- (a) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any corporation of Alabama or any other state or any foreign country and, while the owner thereof, to exercise the rights, privileges and powers of ownership, including the

rights to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama;

- (b) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, debt obligations of the Company or by the transfer of an interest or the granting of membership in the Company or otherwise; to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business;
- (c) To manage, purchase or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which any limited liability company may make or grant in connection therewith; and
- (d) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Company or to enhance the value of its properties.

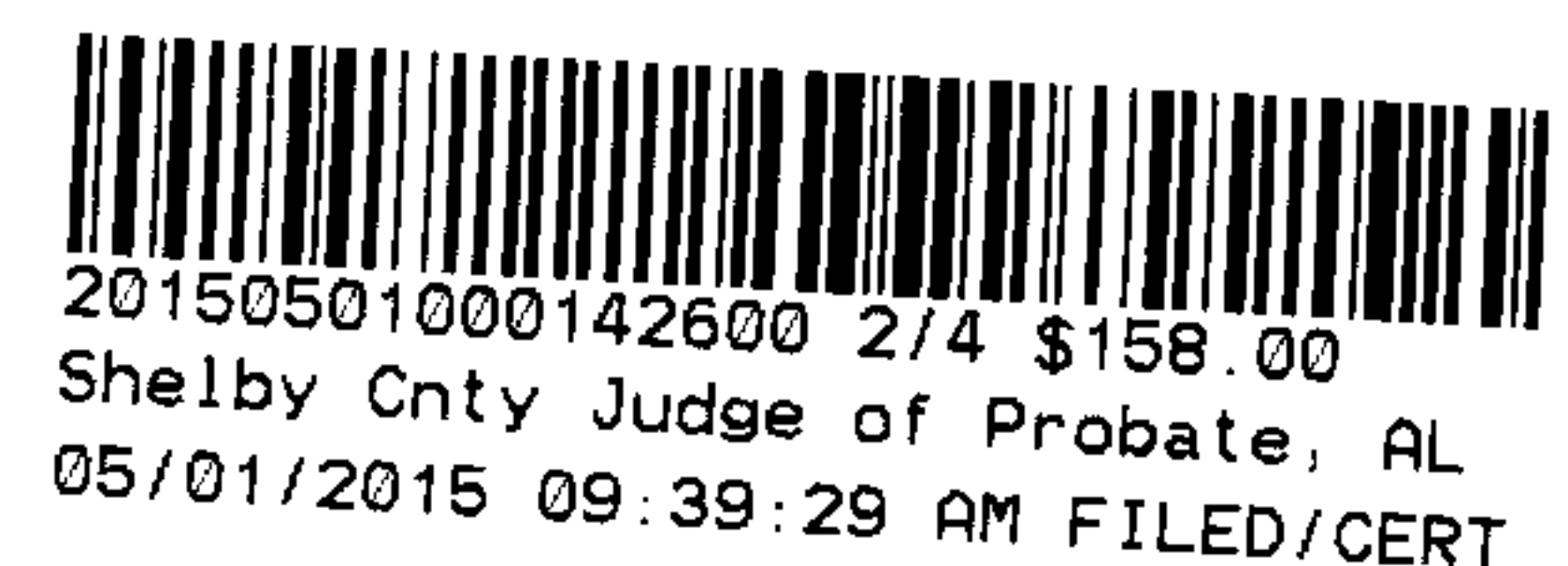
The enumeration herein of the powers, objects and purposes of the Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.

ARTICLE IV **REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office of the Company shall be 3810 Double Oak Ln, Birmingham, AL 35242, and its registered agent at such address shall be Jeffrey H. Flannery, Sr.

ARTICLE V **MEMBERS**

There is at least one member of the Company. The member(s) of the Company (the "Members") reserve the right to admit additional Members upon the agreement of the Members as to the admission of, and the consideration to be paid by, such new Members, and subject to the terms and conditions of the Company's Operating Agreement.



ARTICLE VI
LIMITED LIABILITY COMPANY AGREEMENT

The Operating Agreement of the Company shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the State of Alabama or this Certificate of Formation.

ARTICLE VII
CONTINUATION UPON CESSATION OF MEMBER

The Members shall have the right to continue the Company upon the cessation of a Member's interest in the Company as long as there is at least one remaining Member or (i) the holders of all of the financial rights in the Company agree in writing within ninety (90) days of the cessation of membership of the last Member to continue the legal existence and business of the Company and to appoint one or more Members or (ii) the legal existence and business of the Company is continued and one or more Members are appointed in the manner stated in the Operating Agreement or this Certificate of Formation.

ARTICLE VIII
MANAGEMENT

The Company shall be managed by a Manager. The name and mailing address of the initial Manager are as follows:

MANAGER
Jeffrey H. Flannery

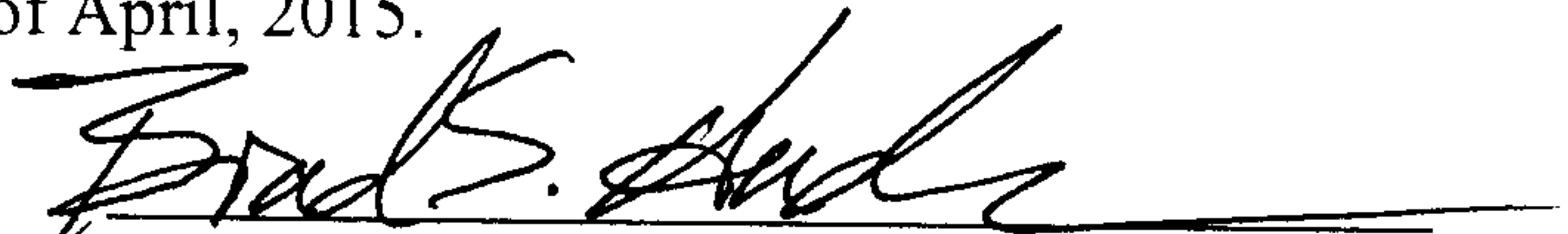
ADDRESS
3810 Double Oak Ln,
Birmingham, AL 35242

ARTICLE IX
ORGANIZER

The name and address of the Organizer are as follows:

Brad S. Anderson
Butler Snow LLP
1819 Fifth Avenue North, Suite 1000
Birmingham, Alabama 35203

IN WITNESS WHEREOF, the undersigned organizer has executed this Certificate of Formation on this 30th day of April, 2015.


Brad S. Anderson, Organizer

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:

JHF Management, LLC

This name reservation is for the exclusive use of Brad S. Anderson, 1819 5th Ave N, Suite 1000, Birmingham, AL 35203 for a period of one year beginning April 30, 2015 and expiring April 30, 2016

20150501000142600 4/4 \$158.00
Shelby Cnty Judge of Probate, AL
05/01/2015 09:39:29 AM FILED/CERT



RES688509

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 30, 2015

Date

J. H. Merrill

John H. Merrill

Secretary of State