

STATE OF ALABAMA
SHELBY COUNTY

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**CERTIFICATE OF FORMATION
OF
HUTSENPILLER HOLDINGS, LLC**

The undersigned, acting as the organizer, desiring to form a limited liability company in the State of Alabama, does hereby adopt this Certificate of Formation in accordance with the laws applicable to limited liability companies organized in Alabama, as may be amended from time to time:

1. The name of the Limited Liability Company is HUTSENPILLER HOLDINGS, LLC, hereinafter referred to as the "Company".

2. The term of the Limited Liability Company shall commence on the date of the filing of this Certificate of Formation in the Office of the Judge of Probate of SHELBY County, Alabama, and shall continue indefinitely, provided, however, that the Limited Liability Company shall terminate and dissolve upon the first of the following events: (a) when there is no remaining Member, unless the holders of all the financial rights in the Limited Liability Company agree in writing, within 90 days after the cessation of membership of the last member, to continue the legal existence and business of the Limited Liability Company and to appoint one or more new members; or (b) on the written consent by all of the Members in their sole discretion.

3. The purpose for which this Limited Liability Company is formed is:

To purchase, rent, develop and/or sell real property, and to transact any or all other lawful business for which Limited Liability Companies may be formed under the laws applicable to limited liability companies formed in the State of Alabama, as may be amended from time to time.

4. The location and mailing address of the initial registered office shall be 2700 Corporate Drive, Suite 200, Birmingham, AL 35242, and the name of the initial registered agent at that address shall be Matthew J. Hutsenpiller.

5. The name and mailing address of the initial member in the Limited Liability Company is as follows:

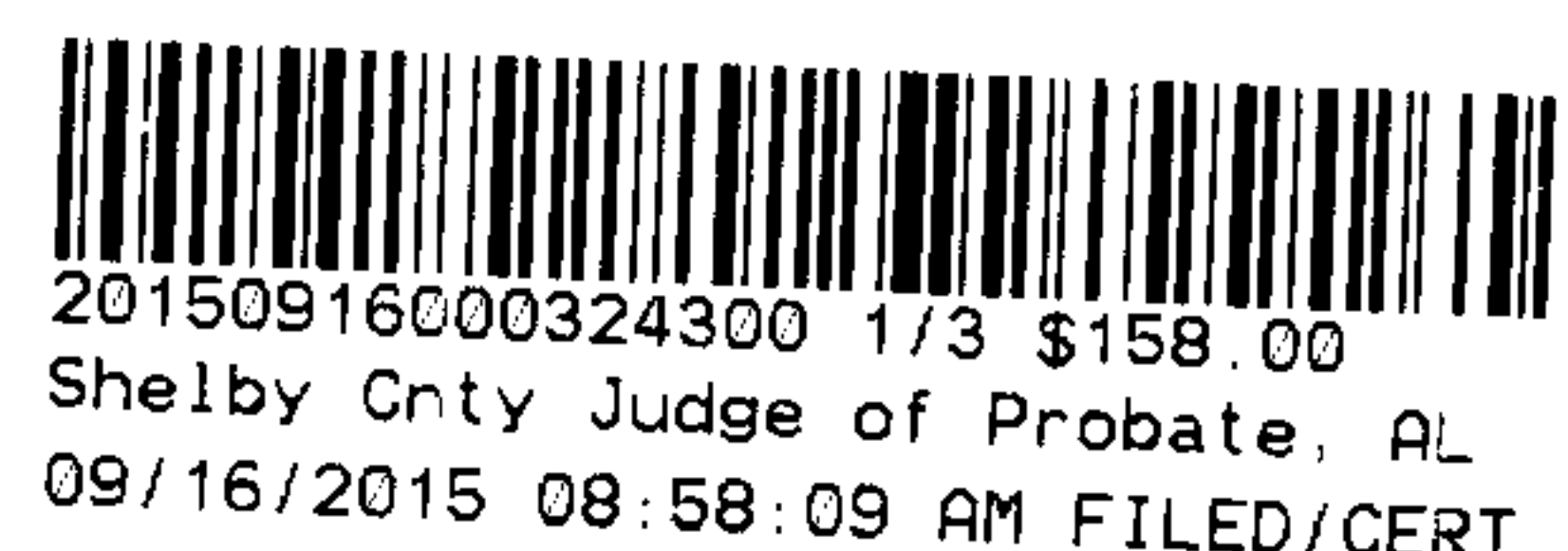
NAME

MAILING ADDRESS

Matthew J. Hutsenpiller

3237 Charleston Way, Mount Juliet, TN 37122

6. The member of the Limited Liability Company shall have the right to admit additional in accordance with the terms and conditions of the applicable provisions of the Operating Agreement of the Company which may be in effect from time to time.



7. The Limited Liability Company shall be vested in one or more managers. There shall be one (1) initial manager of the Company, and the name and address of the person who shall serve as such initial manager until his/her successor is elected and begins serving is:

Matthew J. Hutsenpiller

3237 Charleston Way, Mount Juliet, TN 37122

8. The name and address of the organizer of the Company is as follows:

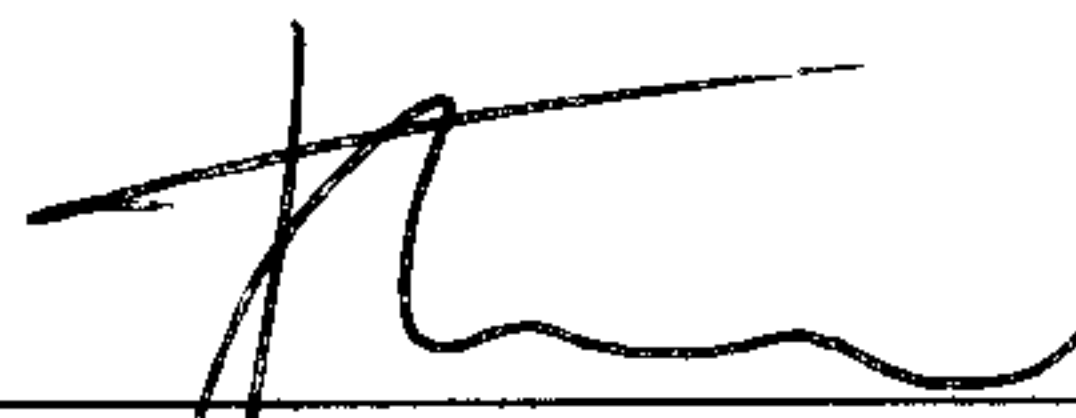
NAME

MAILING ADDRESS

Jon J. Rutledge, Esq.

300 Vestavia Parkway, Suite 2300
Birmingham, AL 35216


IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as the organizer, all as of this the 16th day of September, 2015.



Jon J. Rutledge, Esq.

Prepared by:

Jon J. Rutledge, LLC
Attorney at Law
300 Vestavia Parkway, Suite 2300
Birmingham, Alabama 35216
PH 205.795.2088
FX 205.823.7758


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Shelby Cnty Judge of Probate, AL
09/16/2015 08:58:09 AM FILED/CERT

John H. Merrill
Secretary of State

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

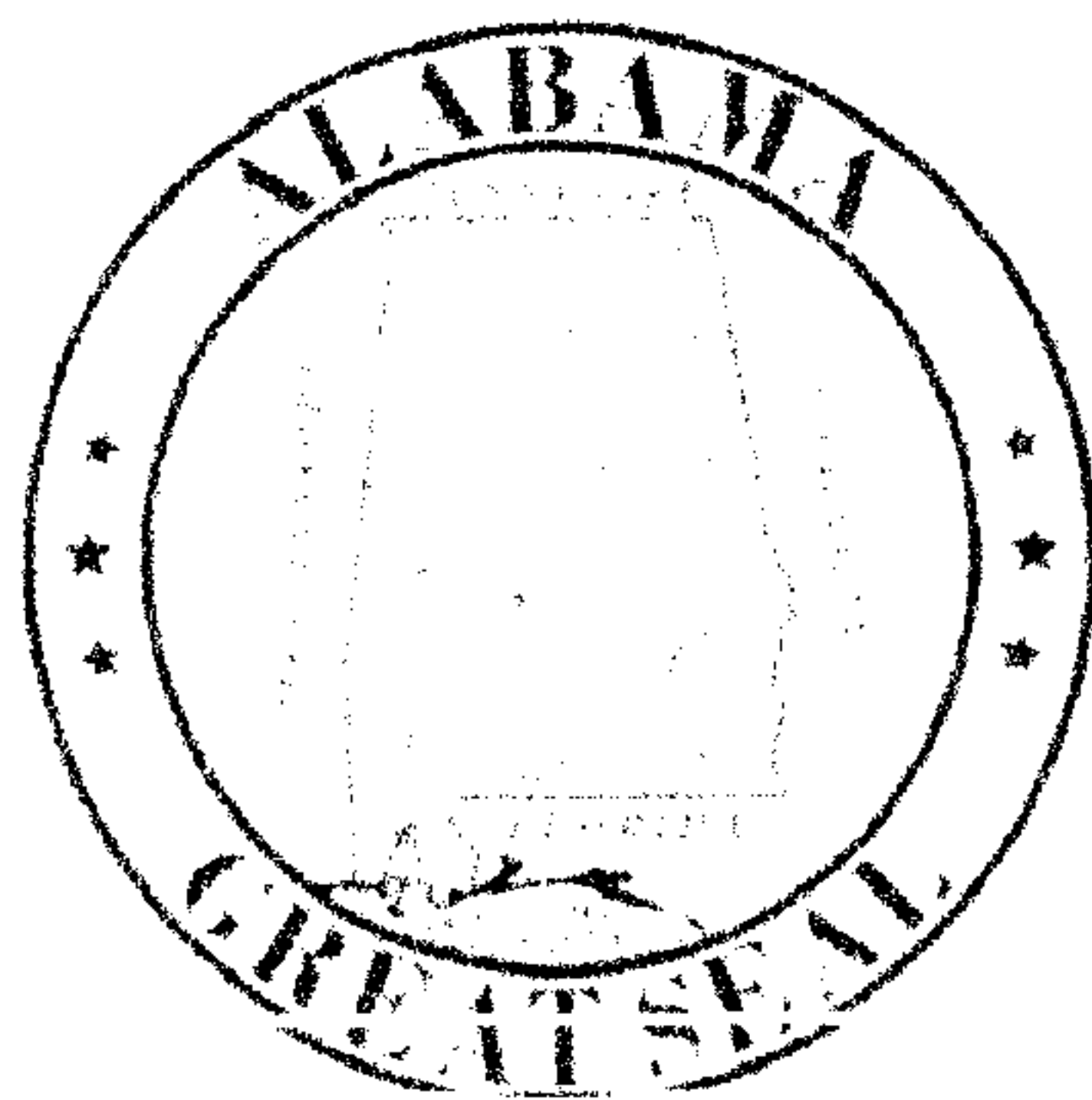
STATE OF ALABAMA

**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:

Hutsenpiller Holdings, LLC

This name reservation is for the exclusive use of Matthew J. Hutsenpiller, 3723
Charleston Way, Mount Juliet, TN 37122 for a period of one year beginning
September 14, 2015 and expiring September 14, 2016



RES701135

**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.**

September 14, 2015

Date

A handwritten signature in black ink, appearing to read 'J. H. Merrill'.

John H. Merrill

Secretary of State

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