


STATE OF ALABAMA)
COUNTY OF SHELBY)


20160209000042080 1/3 \$158.00
Shelby Cnty Judge of Probate, AL
02/09/2016 03:06:19 PM FILED/CERT

**CERTIFICATE OF FORMATION
OF
RPM MOTORS, LLC**

Pursuant to the Provisions of Sections 10A-1-5.06, *et seq.*, *Code of Alabama* (1975) the undersigned hereby adopts the following Limited Liability Company Certificate of Formation.

ARTICLE I

Name

The name of the limited liability company is RPM MOTORS, LLC (the "Company"). Attached hereto is the Certificate of the Secretary of State of Alabama dated December 3, 2015, reserving the name.

ARTICLE II

Duration

The Company shall have a perpetual duration, unless prior to that date it is dissolved and its affairs wound up in accordance with Section 10-12-37 of the *Code of Alabama*.

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) Without limiting the scope and generality of the purposes, objects and powers of the Company granted by the Alabama Limited Liability Company Law, the Company shall have the powers to purchase, recondition and sell motor vehicles; and
- (b) To engage in any other lawful act or activity for which limited liability companies may be organized in Alabama under Title 10A, Chapter 5 of the *Code of Alabama*.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 2080 Valleydale Road, Ste. 10, Hoover, Alabama 35244, and its registered agent at such address shall be Philip P. Mulkey.

ARTICLE V
Members/Organizer

There shall be two Members in the Company.

The name and address of the organizer are:

James J. Odom, Jr.

Post Office Box 11244
Birmingham, AL 35202-1244



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ARTICLE VI
Management

The Company shall be managed by a Manager. The name and address of the Initial Manager are:

Philip P. Mulkey

2080 Valleydale Road, Ste. 10
Birmingham, AL 35244

ARTICLE VII
Admission of Additional Members

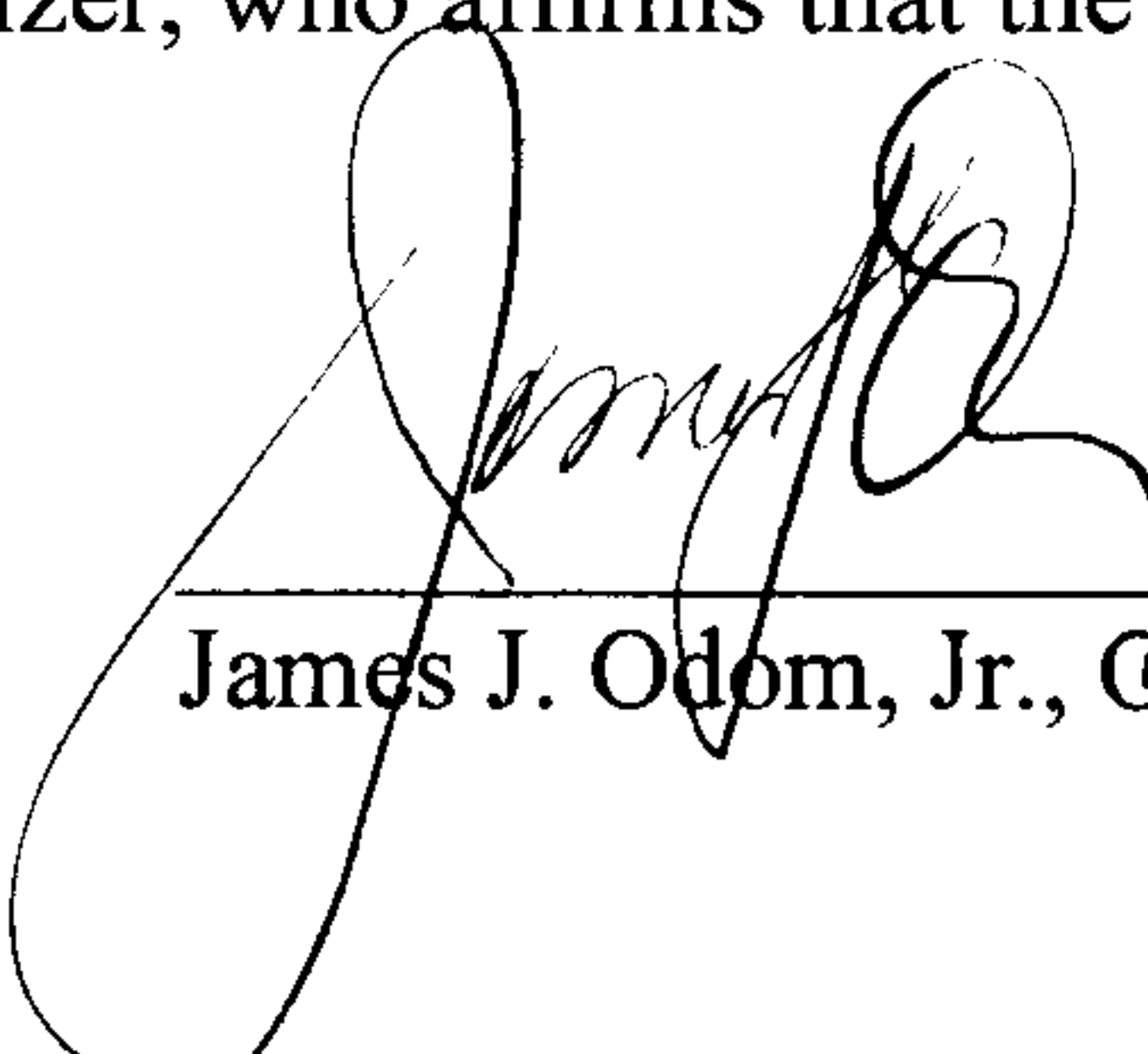
Upon the unanimous written consent of the members, the Company may permit the admission of additional members, and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VIII
Cessation of Membership

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

IN WITNESS WHEREOF, this Certificate of Formation has been subscribed on this the 4th day of February, 2016, by the undersigned organizer, who affirms that the statements made herein are true under the penalties of perjury.


Witness


James J. Odom, Jr., Organizer

This Instrument Prepared By
James J. Odom, Jr., Esq.
Post Office Box 11244
Birmingham, AL 35202-1244

John H. Merrill
Secretary of State

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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:

RPM Motors, LLC

This name reservation is for the exclusive use of James J Odom, Jr., Post Office
Box 11244, Birmingham, AL 35202 for a period of one year beginning November
20, 2015 and expiring November 20, 2016



RES707105

**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 20, 2015

Date

J. H. Merrill

John H. Merrill

Secretary of State