

CERTIFICATE OF FORMATION

OF

IRBY TRACTORS & EQUIPMENT, LLC

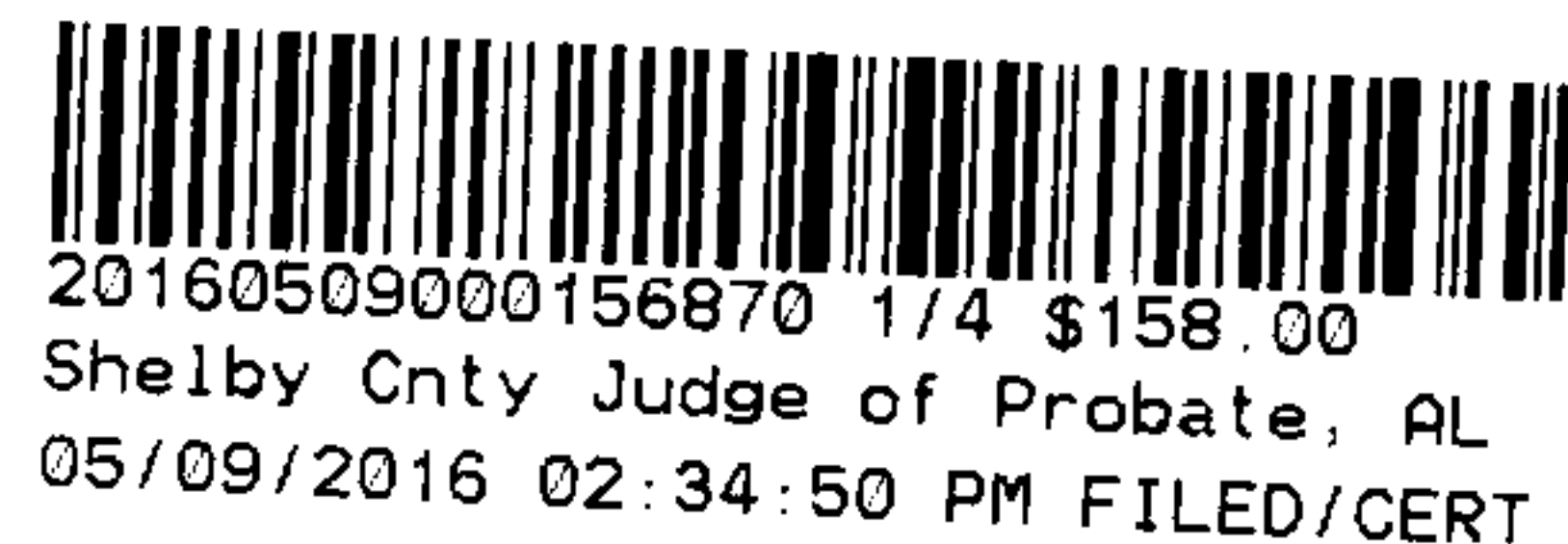
Pursuant to the Alabama Limited Liability Company Law as set forth in Chapter 1 and Chapter 5 of the Alabama Business and Nonprofit Entity Code, the undersigned hereby adopts the following Certificate of Formation:

NAME

The name of the limited liability company is: **IRBY TRACTORS & EQUIPMENT, LLC**, (the "Company").

TYPE

The Company is a limited liability company.



DURATION

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Alabama Business and Nonprofit Entity Code or the Operating Agreement of the Company.

PURPOSES

The purposes for which the Company is formed are:

To engage in the business of buying, selling, distributing, leasing, servicing, repairing and otherwise dealing in agricultural implements, vehicles, materials, machinery, tractors, mowers, and equipment of every kind and character, and in implements, materials, machinery, and attachments thereto.

To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping, management and other services of every nature, kind and character, which it may legally render;

To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

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;

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;

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

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

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.

REGISTERED OFFICE; REGISTERED AGENT

The location and street address of the initial registered office of the Company shall be **41988 Highway 25, Vincent, Alabama 35178**, and its registered agent at such address shall be **John Wayne Irby**.

MEMBERS/ORGANIZERS

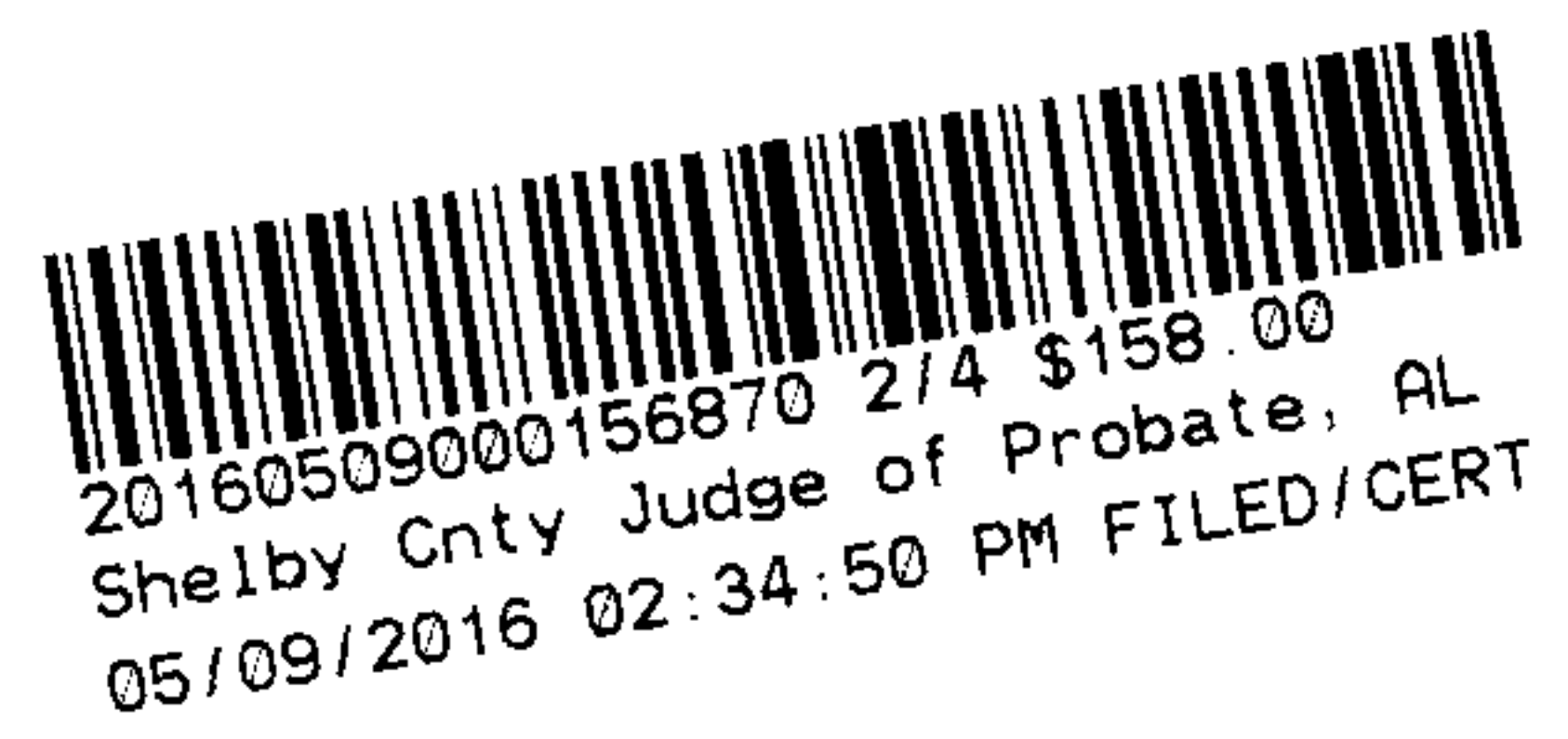
The Company shall have two members. The names and mailing addresses of the Organizers are:

John Wayne Irby
129 Farmingdale Drive
Harpersville, Alabama 35078

Carrie Deon Irby
129 Farmingdale Drive
Harpersville, Alabama 35078

ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted in accordance with the terms of the Company Agreement of the Limited Liability Company.



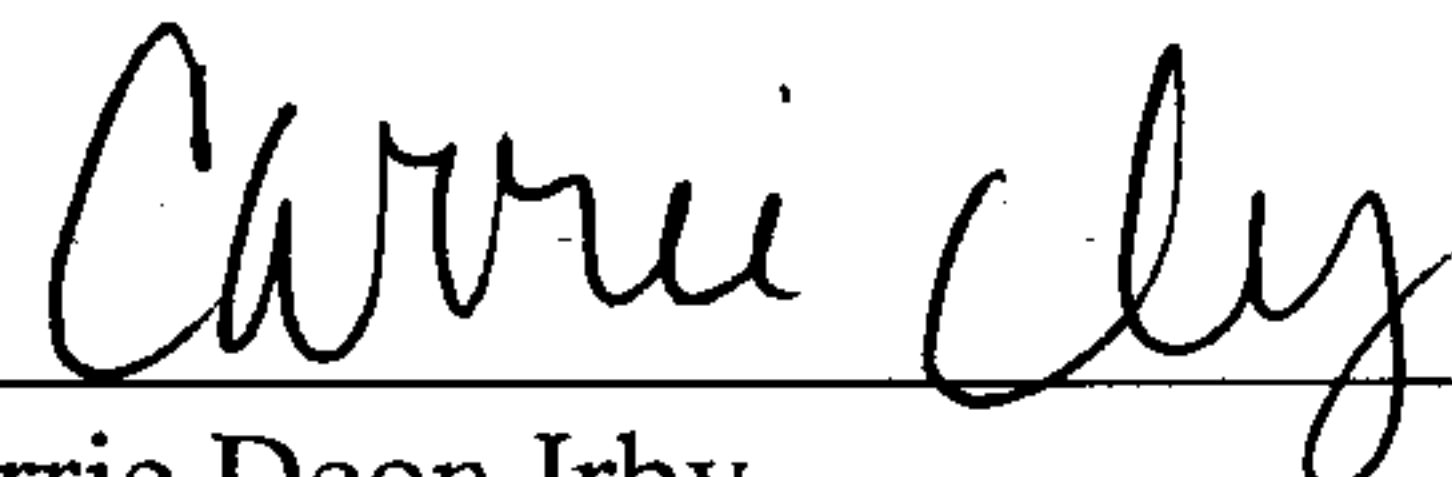
DISSOLUTION BY REASON OF CESSATION OF MEMBERSHIP

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


IN WITNESS WHEREOF, this Certificate of Formation has been executed as of the 6th day of May, 2016, by the undersigned, as its Members and Organizers, who affirms that the statements made herein are true under the penalties of perjury.



John Wayne Irby



Carrie Deon Irby


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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:

IRBY TRACTORS & EQUIPMENT, LLC

This name reservation is for the exclusive use of John W. Rea, 1905 First Avenue
South, Pell City, AL 35125 for a period of one year beginning April 19, 2016 and
expiring April 19, 2017


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**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 19, 2016

Date

J. H. Merrill

John H. Merrill

Secretary of State