

**CERTIFICATE OF FORMATION
OF
THE HORSE MAFIA, LLC**

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama, (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Certificate of Formation with the probate judge of the county in which the initial registered office of the limited liability company will be located and affirm that the facts stated in these Certificate of Formation are true and correct:

**ARTICLE I
Name**

The name of the limited liability company ("Company") is The Horse Mafia, LLC.

**ARTICLE II
Duration**

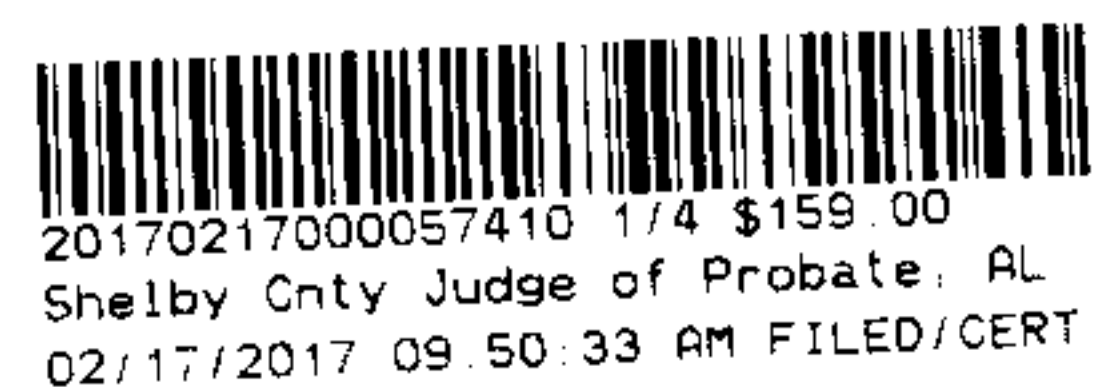
The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act, as amended.

**ARTICLE III
Purposes**

The Company has been organized for the primary purpose of designing, creating and selling inspirational-based apparel, jewelry and home décor and for any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

**ARTICLE IV
Registered Agent and Office**

The address of the Company's initial registered office in Alabama is 18110 Highway 55, Sterrett, Alabama 35147. The name of the Company's initial registered agent at that address is Charity M. Richey-Bentley.



ARTICLE V
Organizer

The name and address of the Company's organizer is as follows:

Charity M. Richey-Bentley
18110 Highway 55
Sterrett, Alabama 35147

ARTICLE VI
Management

The management of the Company shall be vested in its members. 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, subject to the terms and conditions of the Company's Operating Agreement.

ARTICLE VII
Admission of New Members

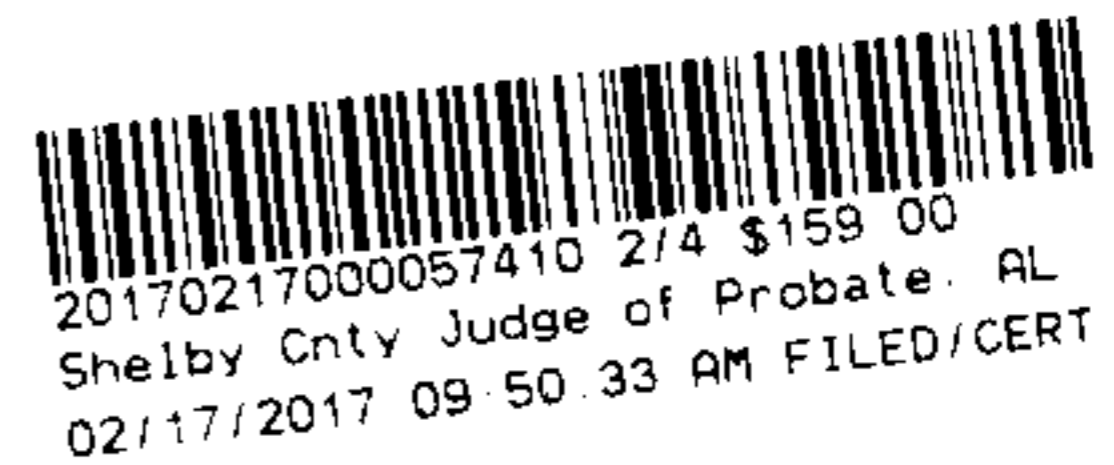
Members of the Company have the right to admit new members on the unanimous written consent of the existing members. The existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VIII
Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members of the Company within 90 days after the occurrence of the terminating event.

ARTICLE IX
Powers

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set

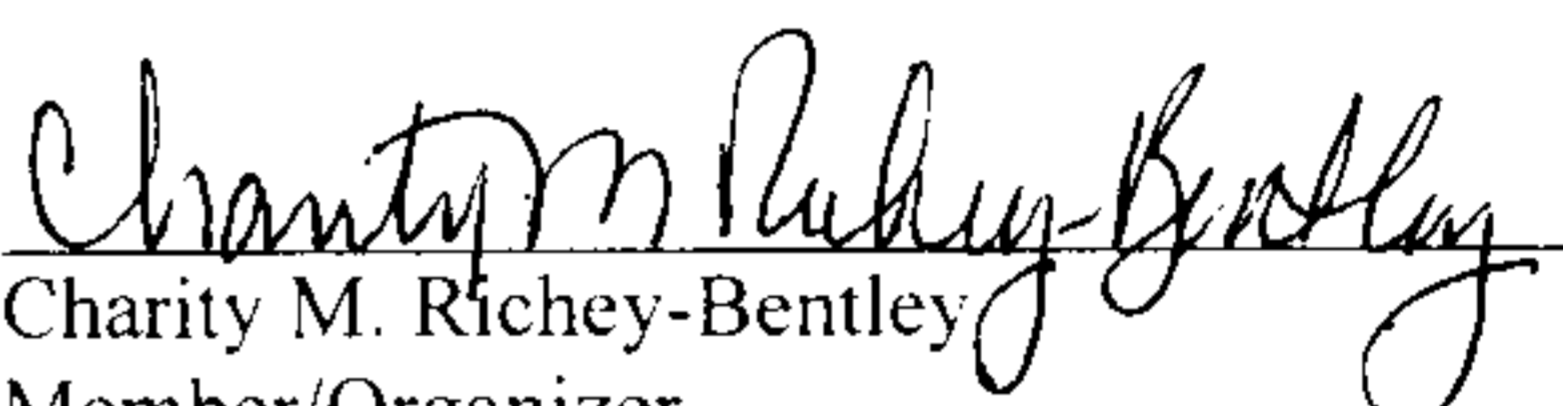



forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

ARTICLE X
No Liability

The member(s) of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned organizer has executed this Certificate of Formation on this 14th day of February, 2017, at Sterrett, Alabama.


Charity M. Richey-Bentley
Member/Organizer


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Shelby Cnty Judge of Probate AL
02/17/2017 09:50:33 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:

The Horse Mafia, LLC

This name reservation is for the exclusive use of Randall May, P.O. Box 380275, Birmingham, AL 35238 for a period of one year beginning January 31, 2017 and expiring January 31, 2018


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Shelby Cnty Judge of Probate, AL
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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.

January 31, 2017

Date

J. H. Merrill

John H. Merrill

Secretary of State