



STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION



20170601000191030 1/7 \$159.00
Shelby Cnty Judge of Probate, AL
06/01/2017 08:35:25 AM FILED/CERT

(FOR COUNTY PROBATE OFFICE USE ONLY)

1. THE NAME OF THE CORPORATION

Club Construction Company, Inc.

2. THIS FORM WAS PREPARED BY:

Lindy Eichelberger

3. THE STREET (NO PO BOXES) ADDRESS OF PRINCIPAL OFFICE:

321 10th Street S.W.
Alabaster, AL 35007

MAILING ADDRESS IN ALABAMA OF PRINCIPAL OFFICE (IF DIFFERENT FROM STREET ADDRESS):

4. THE NAME AND STREET (NO PO BOXES) ADDRESS OF THE REGISTERED AGENT LOCATED AT THE REGISTERED OFFICE (MUST BE LOCATED IN ALABAMA):

Lindy B Eichelberger
321 10th Street S.W.
Alabaster, AL 35007
SHELBY

MAILING ADDRESS IN ALABAMA OF REGISTERED OFFICE (IF DIFFERENT FROM STREET ADDRESS):

(FOR SOS OFFICE USE ONLY)

5. PURPOSE FOR WHICH CORPORATION IS FORMED (THE PURPOSE INCLUDES THE TRANSACTION OF ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED IN ALABAMA UNDER TITLE 10A, CHAPTER 2 OF THE CODE OF ALABAMA):

For the transaction of any or all lawful business for which Corporations may be incorporated.



20170528000002620

6. NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE: 1000 PAR VALUE (OPTIONAL): 0.10

7. PERIOD OF DURATION SHALL BE PERPETUAL UNLESS STATED OTHERWISE BY AN ATTACHED EXHIBIT.

8. INCORPORATOR(S)

Incorporator	Office Address	Mailing Address
Albert W Eichelberger III	321 10th Street S.W. Alabaster, AL 35007	321 10th Street S.W. Alabaster, AL 35007

9. DIRECTOR(S)

Director	Office Address	Mailing Address
Albert W Eichelberger III	321 10th Street S.W. Alabaster, AL 35007	321 10th Street S.W. Alabaster, AL 35007
Lindy B Eichelberger	321 10th Street S.W. Alabaster, AL 35007	321 10th Street S.W. Alabaster, AL 35007

10. A DIRECTOR HAS NO LIABILITY TO THE CORPORATION OR ITS SHAREHOLDERS FOR MONEY DAMAGES FOR ANY ACTION TAKEN, OR ANY FAILURE TO TAKE ANY ACTION, AS A DIRECTOR, EXCEPT LIABILITY FOR (A) THE AMOUNT OF FINANCIAL BENEFIT RECEIVED BY A DIRECTOR TO WHICH HE OR SHE IS NOT ENTITLED; (B) AN INTENTIONAL INFLICTION OF HARM ON THE CORPORATION OR THE SHAREHOLDERS; (C) A VIOLATION OF SECTION 10A-2-8.33; (D) AN INTENTIONAL VIOLATION OF CRIMINAL LAW; OR (E) A BREACH OF THE DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR ITS SHAREHOLDERS.



ATTACHED ARE ANY OTHER PROVISIONS THAT ARE NOT INCONSISTENT WITH LAW RELATING TO ORGANIZATION, OWNERSHIP, GOVERNANCE, BUSINESS, OR AFFAIRS OF THE CORPORATION.

05/28/2017

DATE

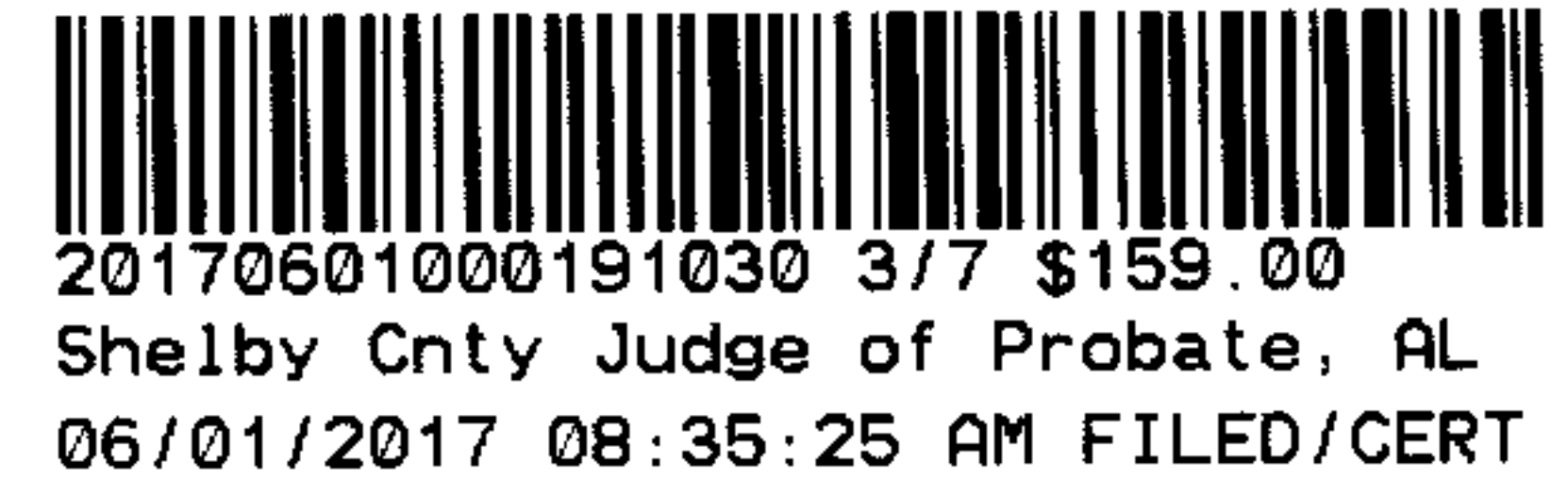
Lindy Eichelberger CFO/CPA

ELECTRONIC SIGNATURE & TITLE/CAPACITY



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ARTICLES OF INCORPORATION
Domestic For-Profit Corporation



In compliance with the requirements of the Alabama Business Corporation Act, and for the purposes of forming a for-profit business corporation in Alabama, the undersigned desire to form a corporation according to the following Articles of Incorporation.

Corporate Name

1. The name of the corporation is Club Construction Company, Inc. (the "Corporation").

Purpose

2. The Corporation is formed for the transaction of any or all lawful business for which Corporations may be incorporated under this chapter.

Duration

3. The duration of the Corporation is perpetual.

Registered Office and Registered Agent

4. The street address of the initial registered office is 321 10th Street S.W., Alabaster, Alabama, 35007. The name of the initial Registered Agent at this Registered Office is Lindy Eichelberger, CPA.

Initial Directors

5. The initial board of directors will consist of 2 directors (individually the "Director" and collectively the "Board of Directors"). The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are set out below.

Name	Address	City	State	Zip Code
Albert W. Eichelberger, III.	321 10th Street S.W.	Alabaster	Alabama	35007
Lindy Eichelberger	321 10th Street S.W.	Alabaster	Alabama	35007

Authorized Capital

6. The aggregate total number of all shares that the Corporation is authorized to issue is 1000.

Class A Shares

7. The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 1000 Class A par value shares and the par value of each of the authorized Class A shares is \$0.10 US Dollars. This class of shares is entitled to receive the net assets of the Corporation on dissolution.

The Class A voting, cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- a. The holders of Class A shares will be entitled to receive, as and when declared by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, cumulative, cash dividends, at the rate to be set by the Board of Directors.
- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation and fix the rights, privileges, restrictions, limitations and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.
- c. The holders of Class A shares will be entitled to one vote for each Class A share held, and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.
- d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

Restrictions on Transfer

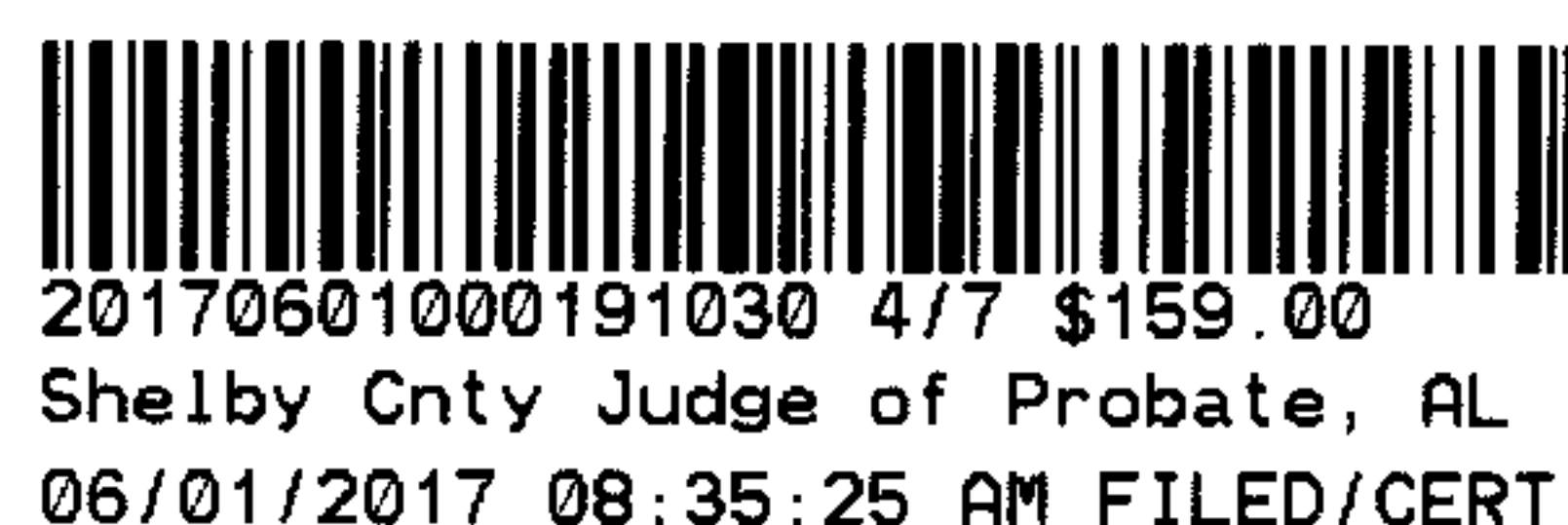
8. No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by a resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Preemptive Rights

9. The shareholders of the Corporation have the preemptive right to purchase any new issue of stock in proportion to their current equity percentage. A shareholder may waive any preemptive right.

Amend or Repeal Bylaws

10. Bylaws may be adopted, amended, or repealed either by approval of the outstanding shares or by the approval of the Board of Directors. In adopting, amending or repealing a bylaw the shareholders may expressly provide that the Board of Directors may not adopt, amend or repeal that bylaw. The power of the Board of Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.



Cumulative Voting

11. In an election of Directors, each shareholder's number of votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected. The shareholder may cast their total votes for a single Director or may distribute them among two or more Directors, as the shareholder sees fit.

Fiscal Year End

12. The fiscal year end of the Corporation is 31st day of December.

Indemnification of Officers, Directors, Employees and Agents

13. The Board of Directors, officers, employees and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

Limitation of Liability

14. The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

Incorporator

15. The name and address of the incorporator of Club Construction Company, Inc. are set out below.


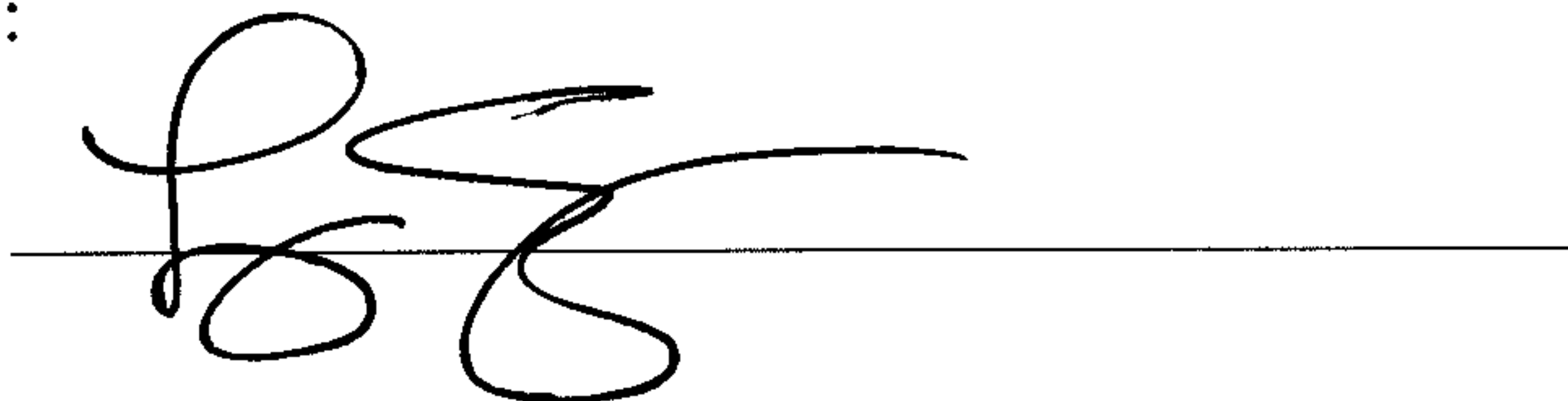
Name	Address	City	State	Zip Code
Albert W. Eichelberger, III.	321 10th Street S.W.	Alabaster	Alabama	35007

Execution

16. I, the undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, do make, file and record this document, and do certify that the facts stated in this document are true, and I have accordingly set my hand to this document this

28th day of May, A.D. 2017.

BY:



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Club Construction Company, Inc. (CFO)

Filer Contact Information

17. In case of filing difficulties, please contact:

Name of Filer: Club Construction Company, Inc.

Phone number: (205) 240-4078

Address: 321 10th Street S.W., Alabaster, Alabama, 35007

E-mail Address: lindy@kwacpa.net



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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:

Club Construction Company, Inc.

This name reservation is for the exclusive use of Lindy Eichelberger, 321 10th
Street S.W., Alabaster, AL 35007 for a period of one year beginning May 28, 2017
and expiring May 28, 2018



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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.**

May 28, 2017

Date

J. H. Merrill

John H. Merrill

Secretary of State