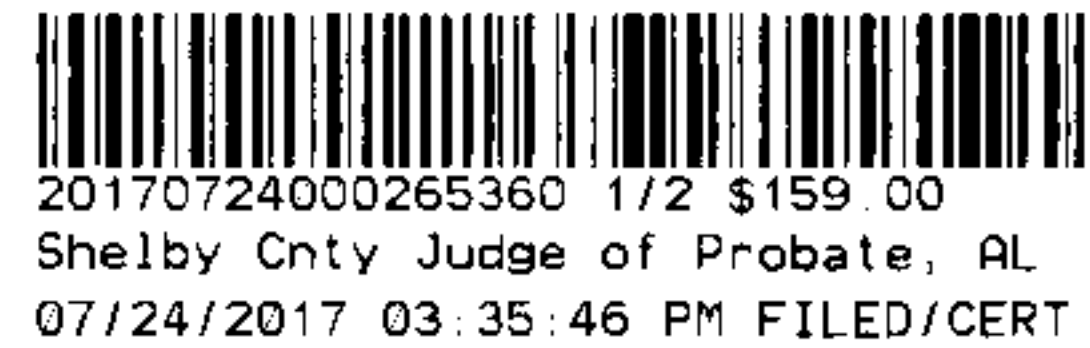


**CERTIFICATE OF FORMATION
OF
MG POWER LLC**



Pursuant to the provisions of the Alabama Limited Liability Company Law of 2014, the undersigned organizer of the limited liability company hereby files this certificate of formation as follows:

1. The name of the limited liability company is MG Power LLC.
2. The location and mailing address of the initial registered office of the limited liability company is 1033 King Stables Circle, Birmingham, AL 35242 and the name of its initial registered agent at that office is Mark Green.
3. There is at least one member of the limited liability company.
4. The period of duration of the limited liability company shall be perpetual.
5. This certificate of formation shall be effective upon filing.

The undersigned, acting as the organizer of the limited liability company named herein, executes this Certificate of Formation as of the 21st day of July, 2017.

A handwritten signature in black ink, which appears to read "Mark E. Green", is written over a horizontal line.

Mark Green, its Organizer

*This instrument prepared by:
Nino C. C. Yu Tiamco
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, Alabama 35203*

John H. Merrill
Secretary of State

20170724000265360 2/2 \$159.00
Shelby Cnty Judge of Probate, AL
07/24/2017 03:35:46 PM FILED/CERT

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:

MG Power LLC

This name reservation is for the exclusive use of Bradley Arant Boult Cummings
LLP, 1819 5th Ave N, Birmingham, AL 35203 for a period of one year beginning
July 21, 2017 and expiring July 21, 2018

**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.**

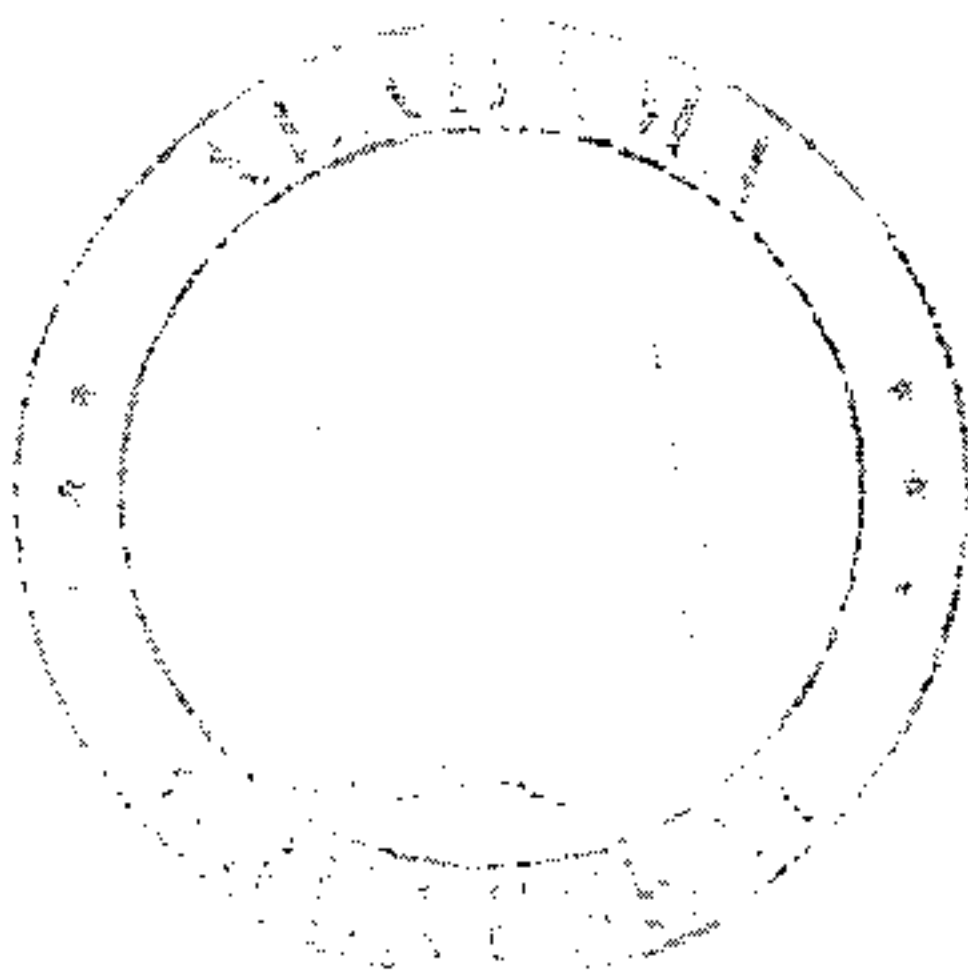
July 21, 2017

Date

J. H. Merrill

John H. Merrill

Secretary of State



RES766102