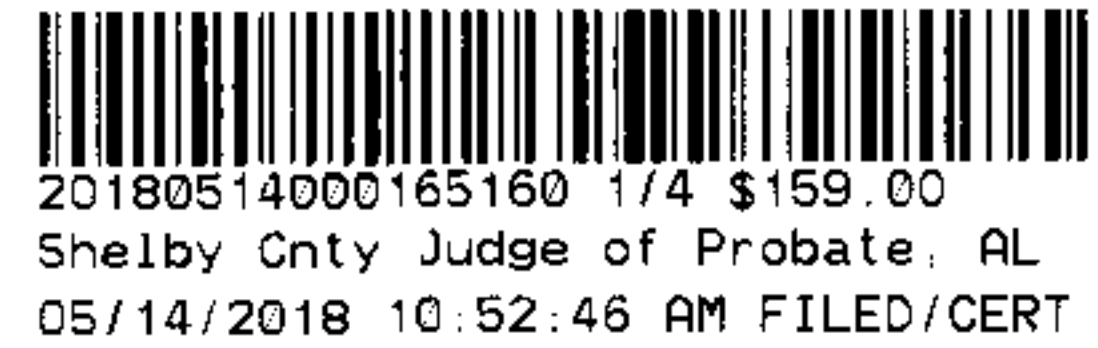


STATE OF ALABAMA)
COUNTY OF SHELBY)

CERTIFICATE OF FORMATION

OF



BAILEY ELECTRIC, LLC

ARTICLES OF ORGANIZATION

For the purpose of forming a limited liability company pursuant to Chapter 5 and Chapter 1 (to the extent the provisions thereof are applicable to limited liability companies) of the Alabama Business and Nonprofit Entities Code and any act amendatory thereof, supplementary thereto or substituted therefor hereinafter referred to as the "Entities Code," the undersigned hereby sign and adopt these Articles of Organization as and for the Certificate of Formation pursuant to the Entities Code and, upon the filing for record of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, the existence of a limited liability company (hereinafter referred to as the "Company," under the name set forth in Article I hereof shall commence).

ARTICLE I

The name of the limited liability company is **Bailey Electric, LLC** (the "Company").

ARTICLE II

The period of duration of the Company shall be perpetual and shall continue until Dissolution of the Company pursuant to the laws of the State of Alabama or the Operating Agreement of the Company.

ARTICLE III

The purposes for which the Company is organized are as follows:

- (a) To engage in electrical repair, contracting, installation, and all things related thereto.
- (b) To engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.
- (c) To acquire, own, maintain, develop, improve, sell, lease or otherwise dispose of real estate.

(d) To borrow money and to evidence the same by notes or other evidences of indebtedness and to secure the same by mortgage, deed of trust, pledge or other lien or security interest in furtherance of any or all of the purposes of the Company.

(e) To enter into, perform and carry out contracts and agreements necessary, appropriate or incidental to the accomplishment of the purposes of the Company; and

(f) To do any other acts or things which may be necessary, appropriate or incidental to the carrying out of the business and purposes of the Company, subject to the terms and conditions of this Operating Agreement.

ARTICLE IV

The location and mailing address of the initial registered office of the company shall be **409 Shelby Forest Drive, Chelsea, Alabama 35043**. The initial registered agent at the foregoing address shall be **Daniel Wear**.

ARTICLE V

The names and mailing addresses of the initial members of the company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Daniel Wear	409 Shelby Forest Drive Chelsea, AL 35043
Ashley Wear	409 Shelby Forest Drive Chelsea, AL 35043

ARTICLE VI

The members of the Company shall have the right to admit additional members to the Company upon the unanimous consent of all the members of the Company.

ARTICLE VII

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Company shall not cause the dissolution of the Company if:

(i) there is at least one remaining member and the legal existence and business of the Company is continued by a written consent of all the remaining members within 90 days after the member's cessation of membership, or

(ii) there is no remaining member but either:

- a) The holder of financial rights in a single member Company agrees in writing within 90 days after cessation of membership of the last member to continue the legal existence and business of the Company and to appoint one or more new members, or
- b) The legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the Operating Agreement.

ARTICLE VIII

The Company shall be managed by its members.

ARTICLE IX

The members 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 have executed these Articles of Organization this 14th day of May, 2018.



Daniel Wear, Member



Ashley Wear, Member

This instrument was prepared by:
A. Eric Johnston, Esquire
1200 Corporate Drive, Suite 107
Birmingham, Alabama 35242
205-408-8893
eric@aericjohnston.com



20180514000165160 3/4 \$159.00
Shelby Cnty Judge of Probate, AL
05/14/2018 10:52:46 AM FILED/CERT

JOHN H. MERRILL
SECRETARY OF STATE

ALABAMA STATE CAPITOL
MONTGOMERY, AL 36130

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of the 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:

Bailey Electric, LLC

This name reservation is for the exclusive use of A. ERIC JOHNSTON, 1200 CORPORATE DRIVE SUITE 107, BIRMINGHAM, AL 35242 for a period of one year beginning May 9, 2018 and expiring May 9, 2019.

20180514000165160 4/4 \$159.00
Shelby Cnty Judge of Probate: AL
05/14/2018 10:52:46 AM FILED/CERT



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 9, 2018

Date

John H. Merrill

A handwritten signature in black ink, appearing to read 'J. H. Merrill', is written over a horizontal line.

Secretary of State

RES154234