

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY (LLC)
CERTIFICATE OF FORMATION

PURPOSE: In order to form a limited liability company (LLC) under Section 10A-5A-2.01 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the entity's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the limited liability company's (LLC) registered office is/will be located. Contact the Judge of Probate's Office to determine the county filing fees. **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** for standard filing (based on date of receipt and volume) **or \$200.00 for expedited service** (processed within twenty four (24) hours after date of receipt from the County Probate Office) and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is filed. Your notification of filing was provided by the Probate Judge's Office via a stamped copy which is evidence of existence (if it is certified by the Probate Office) according to 10A-1-4.04(c) and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment. Your entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

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Shelby Cnty Judge of Probate, AL
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(For County Probate Office Use Only)

The information completing this form must be typed (for your convenience the information is fill-able on this computer form on the website above).

1. The name of the limited liability company (must contain the words "Limited Liability Company" or the abbreviation "L.L.C." or "LLC," and comply with Code of Alabama, Title 10A-1-5.06. You may use Professional or Series before Limited Liability Company if they apply or you may use those abbreviations):
PELHAM CONSTRUCTION COMPANY LLC
2. A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached and the name reserved must agree with item 1 above [proves name reservation under 10A-1-4.02(f)].

This form was prepared by: (type name and full address)

DANIELA C. BRYAN
3010 HIGHVIEW LANE
CALERA, AL 35040

(For SOS Office Use Only)

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

3. The name of the Registered Agent located at the Registered Office (only one agent):

ALEX TEJADA

Street (**No PO Boxes**) address of Registered Office (must be located in Alabama):

107E DAVID GREEN ROAD

Mailing address in Alabama of Registered Office (if different from street address):

BIRMINGHAM, AL 35244

4. The undersigned certify that there is at least one member of the limited liability company.

5. Check **only** if the type applies to the Limited Liability Company being formed:

☐ Series LLC complying with Title 10A, Chapter 5A, Article 11

☐ Professional LLC complying with Title 10A, Chapter 5A, Article 8

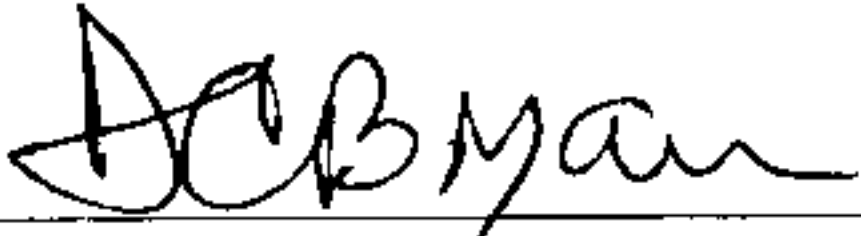
☐ Non-Profit LLC complying with 10A-5A-1.04(c)

6. The filing of the limited liability company is effective immediately on the date filed by the Judge of Probate or at the delayed filing date (cannot be prior to the filing date) specified in this filing. 10A-1-4.12

The undersigned specify 06 / 01 / 2018 as the effective date (must be on or after the date filed in the office of the county Judge of Probate, but no later than the 90th day after the date this instrument was signed) and the time of filing to be 11:00 ☒ AM or ☐ PM. (cannot be noon or midnight – 12:00)

☒ Attached are any other matters the members determine to include herein (if this item is checked there must be attachments with the filing).

05 / 24 / 2018
Date (MM/DD/YYYY)


Signature as required by 10A-5A-2.04

DANIELA C. BRYAN
Typed Name of Above Signature

ACCOUNTANT/ORGANIZER
Typed Title (Organizer or Attorney-in-fact)


20180524000181380 2/5 \$159.00
Shelby Cnty Judge of Probate: AL
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Additional Organizers/Attorney-in-facts may sign (add additional sheets if necessary).

20180524000181380 3/5 \$159.00
Shelby Cnty Judge of Probate: AL
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ARTICLES OF PARTNERSHIP

of

PELHAM CONSTRUCTION COMPANY LLC

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of legal age have agreed to amend a partnership under the terms and conditions herein set forth and subject to the provisions of existing laws.

AND WE HEREBY CERTIFY:

ARTICLE I. That the name of the partnership shall be:

PELHAM CONSTRUCTION COMPANY LLC - Fed ID Number: **82-5239234**

ARTICLE II. That the principal office of the Partnership shall be located at 107E DAVID GREEN RD in BIRMINGHAM, AL 35244

ARTICLE III. That the names, residence and designation of the partners of said Partnership are as follows:

- | | | | |
|----------------|----------------|-----------------|-----|
| 1. ALEX TEJADA | Birmingham, AL | Limited Partner | 50% |
| 2. JOSE TEJADA | Birmingham, AL | Limited Partner | 50% |

ARTICLE IV. The Partners desire to enter into a Limited Partnership Agreement to set out formally all terms and conditions of their partnership, their respective rights and obligations with respect to the partnership, the purposes of the partnership and the relationships among the partners:

- The Partners wish to become legal partners in business.
- The terms and conditions of the partnership will be outlined in this Agreement.
- The Partnership is in effect as of January 1st, 2018.
- The Partnership will be governed under the laws of the state of Alabama.
- The Partnership's primary purpose is for construction, building and remodeling of real property.

ARTICLE V. Contributions:

The Partners will make an initial contribution to the Partnership as follows:

- Alex Tejada \$2,000.00
- Jose Tejada \$2,000.00

All partners may make additional cash contributions to the Partnership as necessary.

All contributions shall be deposited in the company's business account.

All additional cash contributions will be treated as interest free loans to the partnership and entered as Long Term Notes Payable to be paid as agreed.

The business accounting and bookkeeping shall be managed by Daniela Bryan and she shall have the exclusive right and power to manage, operate and control and to do all things necessary or appropriate to carry on the business purposes, including, but not limited to, the right to satisfy obligations relating to the operation of the Partnership.

All Partners will have and equal vote. No Partner is authorized to act on their own in obtaining contract, financial or other obligations on the Partnership. Decisions will be based on a majority of equal votes.

Any spending and expenses in excess of \$999 must be agreed on equally by all partners before proceeding.

Allocation of Income, Costs and Loss

For each full or partial taxable year of the Partnership, all income, loss, deductions and credits resulting from the operation of the Partnership, shall be allocated among the Partners for income tax purposes prorated in accordance with their respective percentage.

Dissolution and/or Liquidation

The Partnership may be dissolved by unanimous vote or if necessary as the case may be. All the assets shall be liquidated and all debts will be paid. All remaining funds will be distributed based on the percentage of ownership.

All Partners signed hereto agree to the above stated Agreement.

Signed this 26 day of April, 2018

Signature: _____

Alex Tejada

Signature: _____

Jose Tejada

20180524000181380 4/5 \$159.00
Shelby Cnty Judge of Probate, AL
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John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

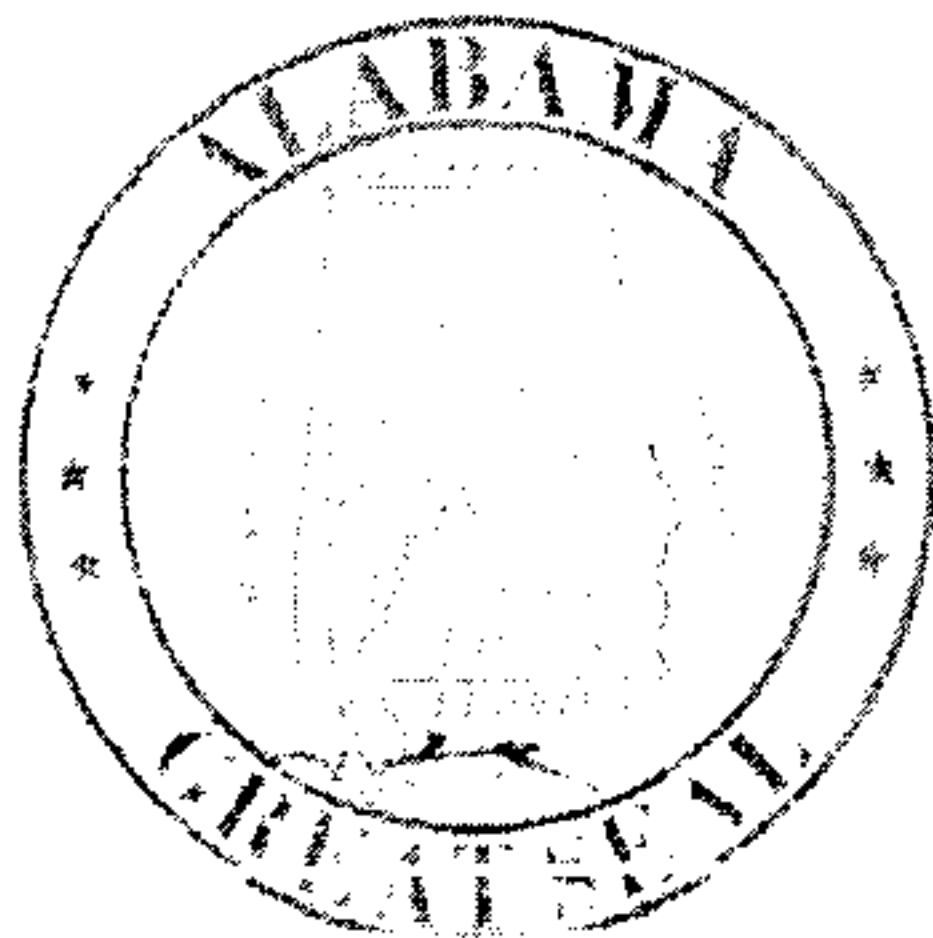
**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

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:

PELHAM CONSTRUCTION COMPANY LLC

This name reservation is for the exclusive use of Daniela C Bryan, 3010 Highview
Ln, Calera, AL 35040 for a period of one year beginning April 30, 2018 and
expiring April 30, 2019

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05/24/2018 12:24:44 PM FILED/CERT



RES796348

**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 30, 2018

Date

J. H. Merrill

John H. Merrill

Secretary of State