

STATE OF ALABAMA §  
§ SS.  
SHELBY COUNTY §

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**CERTIFICATE OF FORMATION  
OF  
BLUE CHAIR, LLC**

The undersigned organizer, for the purpose of forming a limited liability company, hereby files this Certificate of Formation with the Office of Probate Judge of the county in which the initial registered office of the limited liability company will be located and affirms that the facts stated in this Certificate of Formation are true and correct.

## **SECTION 1. NAME OF COMPANY**

The name of the limited liability company is Blue Chair, LLC (the “Company”).

## **SECTION 2. TYPE OF ENTITY**

The Company is a limited liability company formed under chapter 5A of title 10A of the *Code of Alabama* (1975), as amended (the “Law”).

## **SECTION 3. PURPOSES AND POWERS**

The Company is formed for the purpose of carrying on any lawful activity. The Company shall have all of the power as set forth in Section 10A-5A-1.04 *Code of Alabama* (1975), as in effect from time to time, and such other powers as may be granted to limited liability companies in the State of Alabama or such other jurisdictions as the Company may be doing business from time to time.

## SECTION 4. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The location and mailing address of the initial registered office of the Company is 1001 Regency Way, Birmingham, Alabama 35242. The name of the initial registered agent for service of process at the foregoing address is David McCullum.

## **SECTION 5. ORGANIZER**

The name and mailing address of the organizer of the Company are as follows:

<b><u>Name</u></b>	<b><u>Mailing Address</u></b>
David McCullum	1001 Regency Way Birmingham, Alabama 35242

## **SECTION 6. ADDITIONAL MEMBERS**

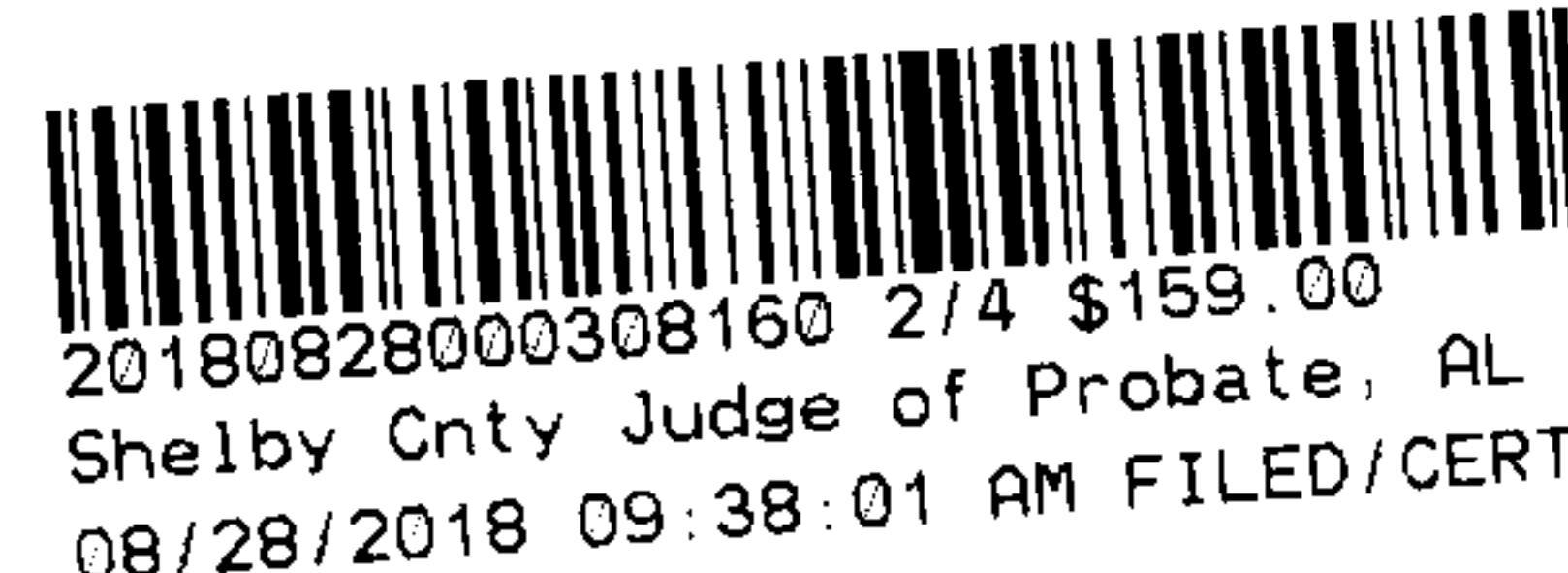
There is at least one member of the Company. Additional members may be admitted only upon the unanimous written consent of the then existing members, as further provided in the Company Agreement, as in effect from time to time.

*Important Notice: Transfers of membership interests in the Company may be subject to certain restrictions set forth in the Company's Limited Liability Company Agreement.*

## **SECTION 7. DISSOLUTION OF THE COMPANY**

The Company shall not be dissolved by the cessation of membership of one or more of its members and shall otherwise be dissolved only as provided in the Company's Limited Liability Company Agreement or by the Law.

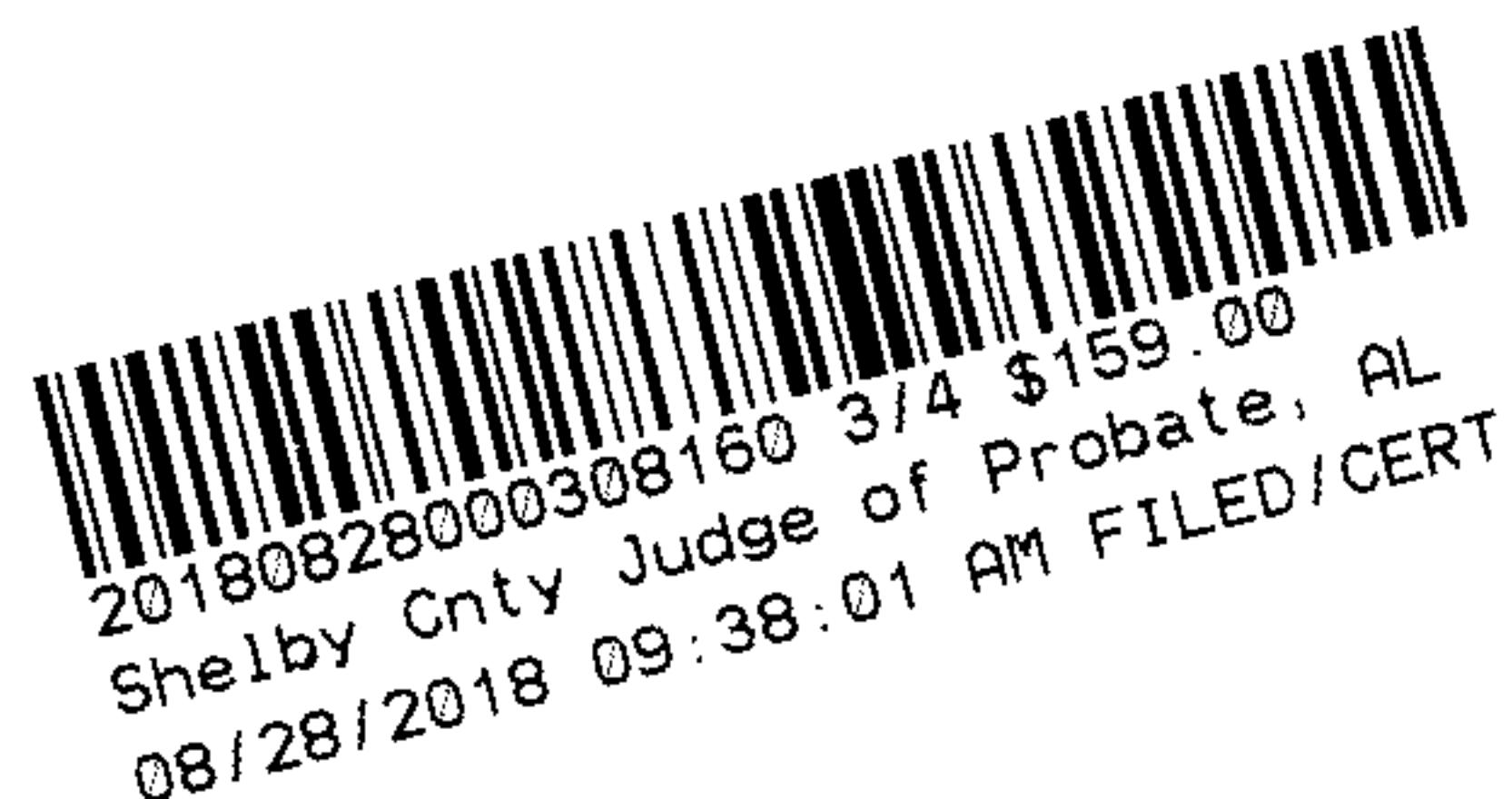
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IN WITNESS WHEREOF, the undersigned organizer has executed this Certificate of Formation on this the 23rd day of August 2018.



David McCullum  
Organizer



**THIS INSTRUMENT PREPARED BY:**

Brooke M. Nixon

**CONSTANGY, BROOKS, SMITH & PROPHETE, LLP**

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John H. Merrill  
Secretary of State

P.O. Box 5616  
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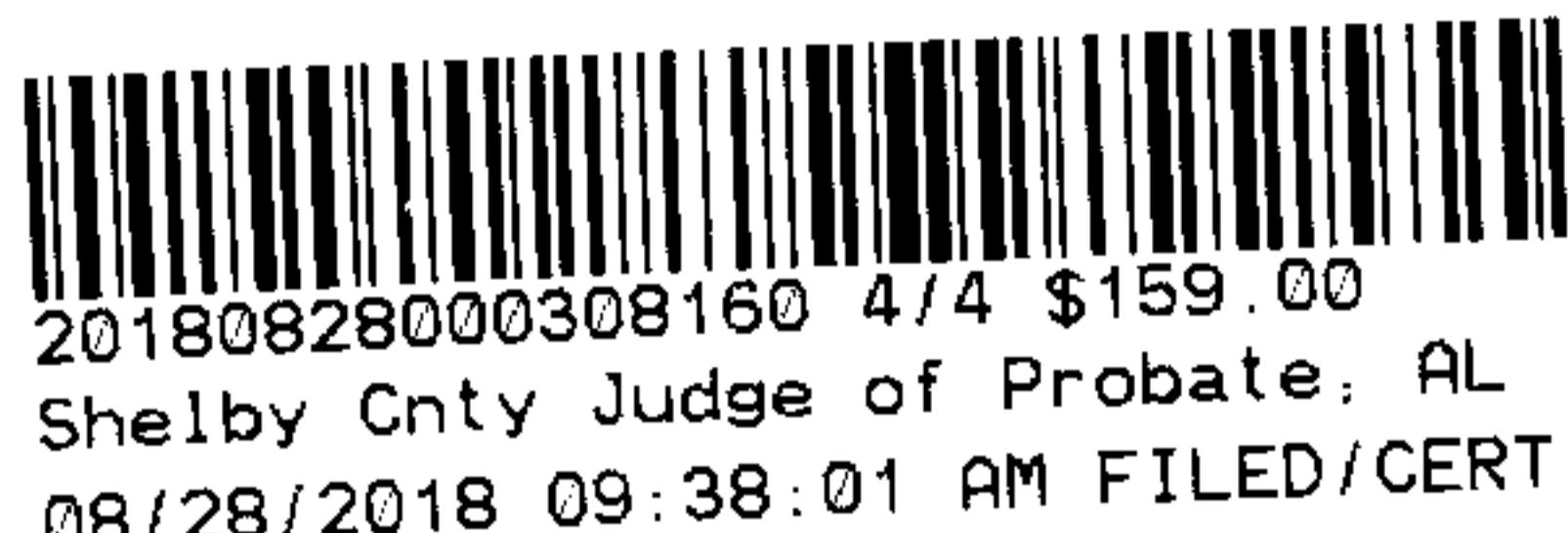
# STATE OF ALABAMA

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:

**Blue Chair, LLC**

This name reservation is for the exclusive use of David McCullum, 1001 Regency Way, Birmingham, AL 35242 for a period of one year beginning August 23, 2018 and expiring August 23, 2019



RES809234

**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.**

August 23, 2018

**Date**

**John H. Merrill**

**Secretary of State**