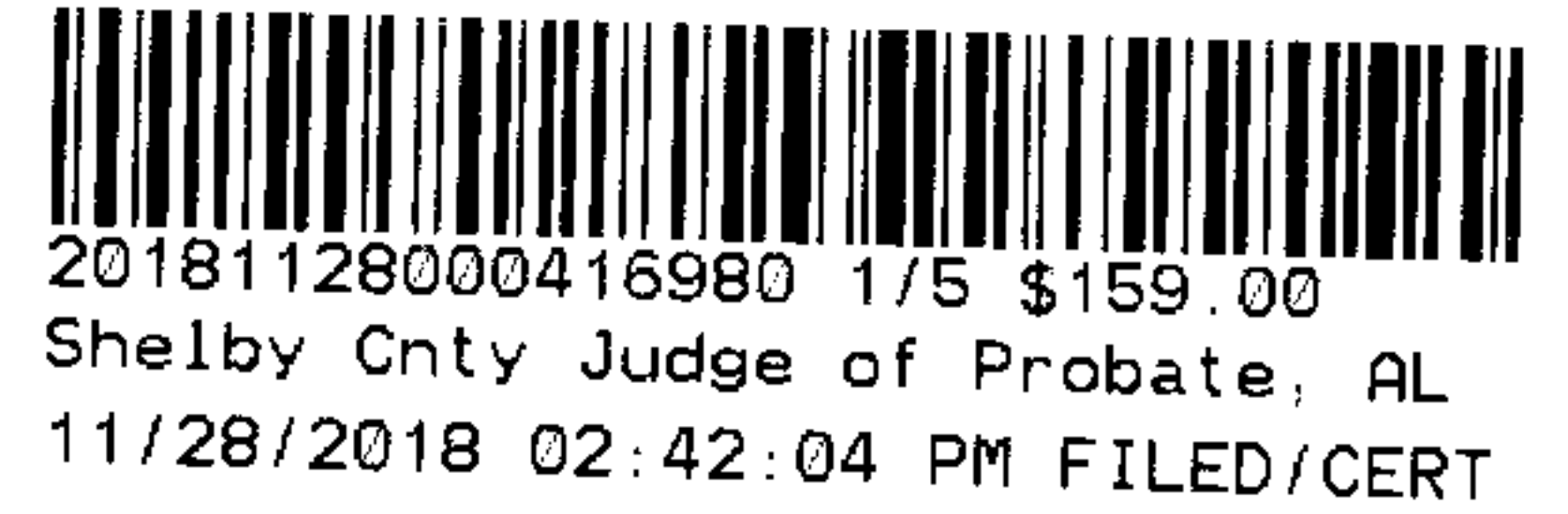


**ARTICLES OF ORGANIZATION**

**OF**

**DEALER GROUP SERVICES, LLC**



KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned members, desire to form a limited liability company under the Code of Alabama and do hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I**

The name of this limited liability company shall be DEALER GROUP SERVICES, LLC.

**ARTICLE II**

The purpose or purposes for which this limited liability company is formed is/are as follows:

- (1) To purchase, lease, rent, and or sell automotive equipment and services; and
- (2) To do and engage in any business which a natural person can do; and
- (3) To manufacture, purchase or otherwise acquire, own, pledge, sell assign and transfer, or otherwise dispose of and invest, trade and deal in and with goods, wares and merchandise of every class and description, whether or not the same specifically pertain to the classes of business above specified; and
- (4) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, country, state, body politic or government or colony or dependency thereof; and
- (5) To purchase, acquire, hold, improve, sell, convey, assign, exchange, mortgage, encumber, lease, hire, rent, repair, and deal in automotive equipment and services of every kind and character; and
- (6) To purchase, acquire, hold, rent, develop and operate real estate, to erect buildings thereon and to sell, lease, maintain, own, repair, and operate such properties; and
- (7) To borrow and lend money and to give or take security therefore by way of mortgage, pledge, transfer or assignment of automotive equipment or personal property of every nature; and

(8) Generally to purchase, take or lease, or exchange, hire, or otherwise acquire any automotive equipment and personal property or any rights or privileges therein, which this limited liability company may think necessary or convenient for the purposes of its business, and to buy, own and hold automotive equipment and other property for the purpose of securing debts due the limited liability company, and to sell and dispose of the same at will, and to make any and all necessary instruments of conveyance therefor; and

(9) To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or other purposes of the limited liability company, and to secure the same by mortgage, pledge, deed of trust or otherwise; and

(10) To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the attainment of the purposes of the limited liability company, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise; but nothing herein contained is to be construed as authorizing this limited liability company to carry on the business of banking or that of a trust company or that of the business of insurance in any of its branches.

The foregoing clauses shall be construed as objects and purposes of the limited liability company in addition to those powers specifically conferred upon the limited liability company by the Code of Alabama (1975), Section 10-12-4, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the limited liability company otherwise granted by said law.

### **ARTICLE III**

The location and mailing address of the initial registered office of the limited liability company is 4124 Kesteven Drive, Birmingham AL 35242, and the name of its initial registered agent at such address is John J. Barrow.



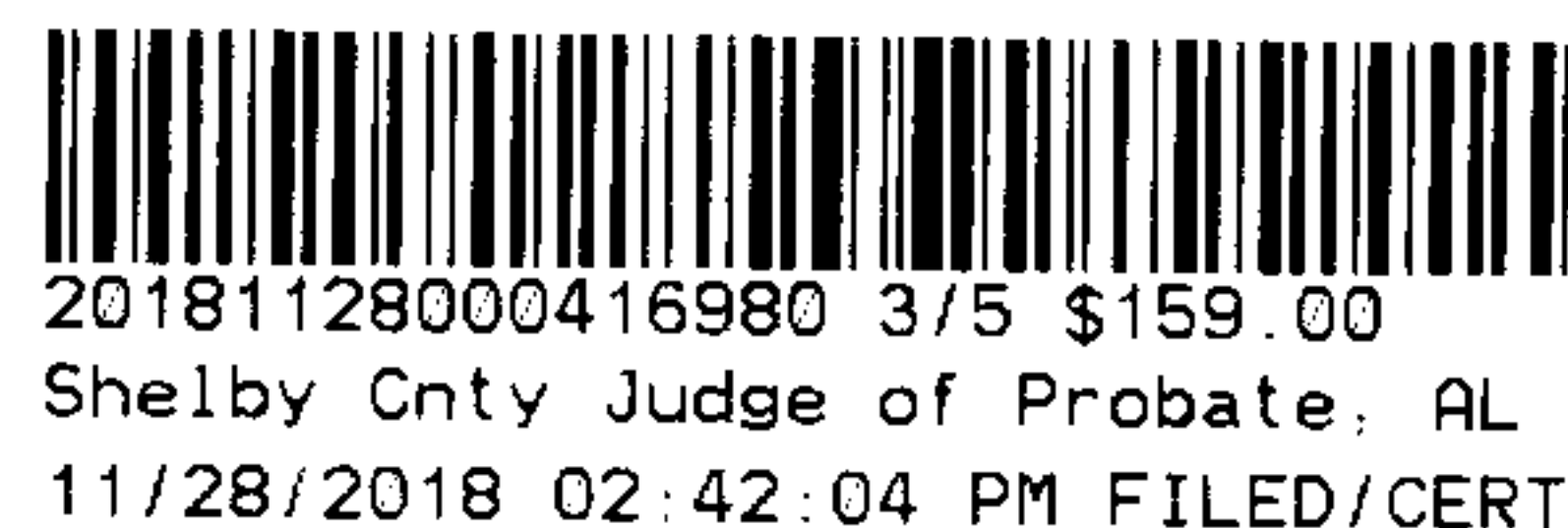
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#### **ARTICLE IV**

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

John J. Barrow  
4124 Kesteven Drive  
Birmingham, AL 35242

Cynthia G. Barrow  
4124 Kesteven Drive  
Birmingham, AL 35242



#### **ARTICLE V**

The members of this limited liability company shall have the right to add new members by holding a special meeting of all the current members of the organization. At said meeting, a unanimous vote of those present will be required to amend these Articles of Organization to add one or more proposed new members.

#### **ARTICLE VI**

The members of this limited liability company shall have the right to continue the business in the event one or more of the members become dissociated with the company and so long as at least one or more members remain as members of the company.

#### **ARTICLE VII**

The day to day business of this limited liability company shall be carried out by the managing member of the Company. The Managing Member shall be John J. Barrow, who shall be empowered to act for the company in all matters.

#### **ARTICLE VIII**

The members of this limited liability company shall not have the ability to freely transfer their individual interests in the company to parties not presently members.

#### **ARTICLE IX**

Any amendment required by these articles or by the laws of the State of Alabama with respect to limited liability companies shall be signed by at least one member. If an amendment is required pursuant to Article V above, the new member or members shall also sign the amendment adding them to the company.

#### **ARTICLE X**

The members, individually, shall not be liable for the debts or obligations of the company.



No contract or other transaction between the company and any other entity shall in any way be affected or invalidated by the fact that the said entity shall have common officers, directors or members or by the fact that this company, or its members, should have a pecuniary interest in the said entity.


## **ARTICLE XI**

The above represents the provisions required by the State of Alabama to form a limited liability company. Any information relevant to the internal affairs of this limited liability company can be found in the company document entitled "operating agreement."

Executed this the 18th day of July, 2013 by the following members:

  
\_\_\_\_\_  
**John J. Barrow, Managing Member**

  
\_\_\_\_\_  
**Cynthia G. Barrow, Member**

  
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John H. Merrill  
Secretary of State

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

# STATE OF ALABAMA

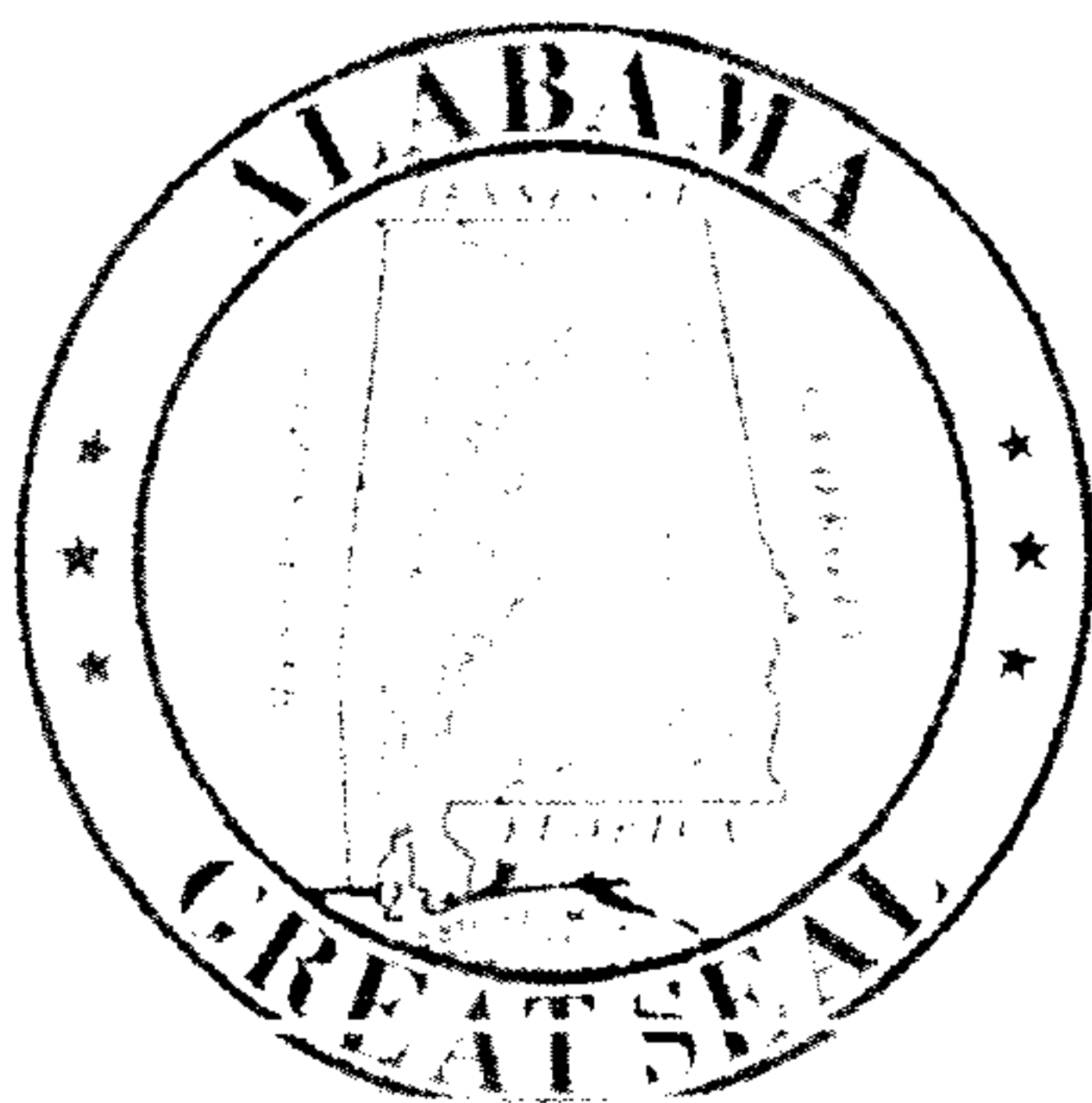
**I, John H. Merrill, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

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:

**Dealer Group Services, LLC**

This name reservation is for the exclusive use of John J Barrow, 4124 Kesteven  
Drive, Birmingham, AL 35242 for a period of one year beginning November 26,  
2018 and expiring November 26, 2019

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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.**

November 26, 2018

**Date**

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

**John H. Merrill**

**Secretary of State**