

# STATE OF ALABAMA

## DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION



20190107000005450 1/3 \$159.00  
Shelby Cnty Judge of Probate, AL  
01/07/2019 12:20:40 PM FILED/CERT

(FOR COUNTY PROBATE OFFICE USE ONLY)

1. THE NAME OF THE CORPORATION

**iRoc Fitness Corp**

2. THIS FORM WAS PREPARED BY:

Wayne Banks III

3. THE STREET (NO PO BOXES) ADDRESS OF PRINCIPAL OFFICE:

2304 craft ln  
Birmingham, AL 35242

MAILING ADDRESS IN ALABAMA OF PRINCIPAL OFFICE (IF DIFFERENT FROM STREET ADDRESS):

4. THE NAME AND STREET (NO PO BOXES) ADDRESS OF THE REGISTERED AGENT LOCATED AT THE REGISTERED OFFICE (MUST BE LOCATED IN ALABAMA):

Wayne S Banks III  
2304 craft ln  
Birmingham, AL 35242  
SHELBY

MAILING ADDRESS IN ALABAMA OF REGISTERED OFFICE (IF DIFFERENT FROM STREET ADDRESS):

PO Box 382881  
Birmingham, AL 35238  
SHELBY

(FOR SOS OFFICE USE ONLY)

5. PURPOSE FOR WHICH CORPORATION IS FORMED (THE PURPOSE INCLUDES THE TRANSACTION OF ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED IN ALABAMA UNDER TITLE 10A, CHAPTER 2 OF THE CODE OF ALABAMA):

Entity for all things fitness related



\*20181222000005212\*

6. NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE: 1000000 PAR VALUE (OPTIONAL):

7. PERIOD OF DURATION SHALL BE PERPETUAL UNLESS STATED OTHERWISE BY AN ATTACHED EXHIBIT.

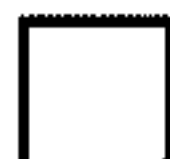
8. INCORPORATOR(S)

Incorporator	Office Address	Mailing Address
Banks S Wayne III	PO Box 382881 Birmingham, AL 35242	PO Box 382881 Birmingham, AL 35238

9. DIRECTOR(S)

Director	Office Address	Mailing Address
Wayne S Banks III	2304 craft ln Birmingham, AL 35242	PO Box 382881 Birmingham, AL 35238

10. A DIRECTOR HAS NO LIABILITY TO THE CORPORATION OR ITS SHAREHOLDERS FOR MONEY DAMAGES FOR ANY ACTION TAKEN, OR ANY FAILURE TO TAKE ANY ACTION, AS A DIRECTOR, EXCEPT LIABILITY FOR (A) THE AMOUNT OF FINANCIAL BENEFIT RECEIVED BY A DIRECTOR TO WHICH HE OR SHE IS NOT ENTITLED; (B) AN INTENTIONAL INFLECTION OF HARM ON THE CORPORATION OR THE SHAREHOLDERS; (C) A VIOLATION OF SECTION 10A-2-8.33; (D) AN INTENTIONAL VIOLATION OF CRIMINAL LAW; OR (E) A BREACH OF THE DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR ITS SHAREHOLDERS.



ATTACHED ARE ANY OTHER PROVISIONS THAT ARE NOT INCONSISTENT WITH LAW RELATING TO ORGANIZATION, OWNERSHIP, GOVERNANCE, BUSINESS, OR AFFAIRS OF THE CORPORATION.

12/22/2018

DATE

Wayne Banks Owner

ELECTRONIC SIGNATURE & TITLE/CAPACITY



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John H. Merrill  
Secretary of State

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

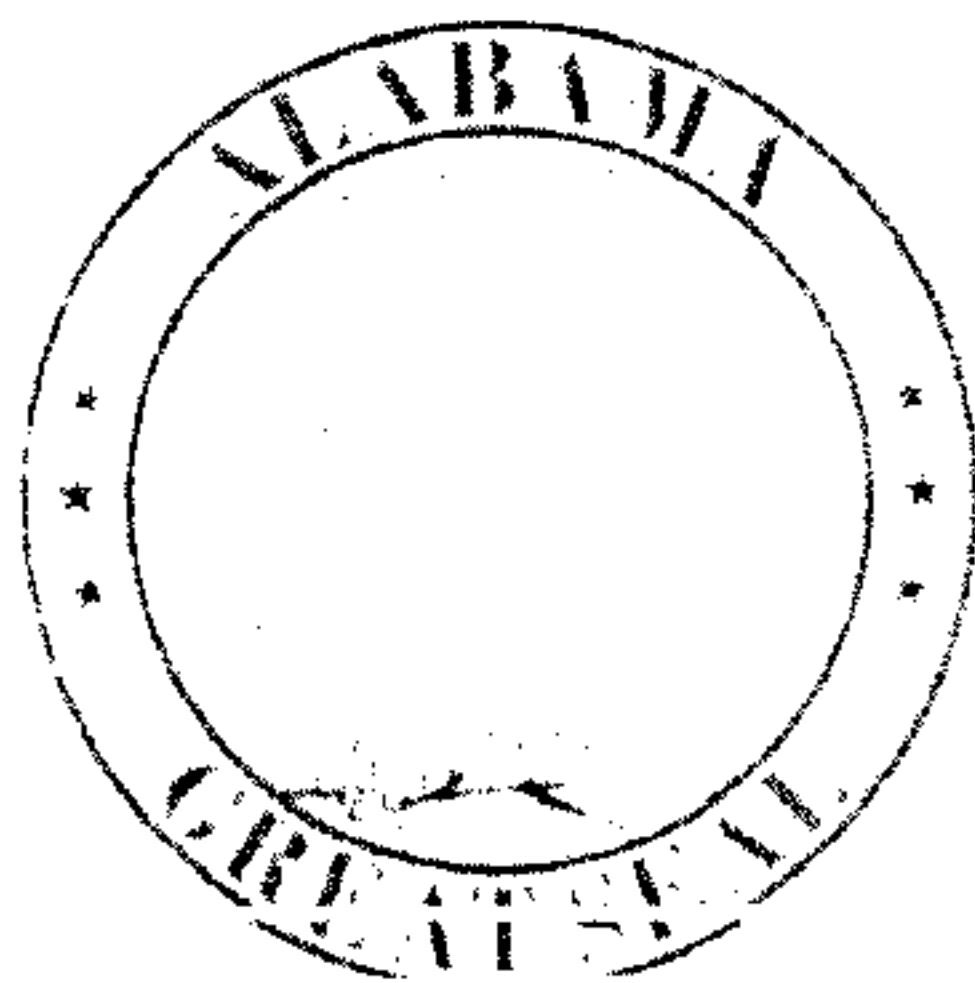
# STATE OF ALABAMA

**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:

**iRoc Fitness Corp**

This name reservation is for the exclusive use of Wayne Banks III, 2304 craft ln,  
Birmingham, AL 35242 for a period of one year beginning December 22, 2018  
and expiring December 22, 2019



RES821839

**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.**

December 22, 2018

Date

A handwritten signature in black ink, reading 'J. H. Merrill', written over a horizontal line.

John H. Merrill

Secretary of State



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