

**CERTIFICATE OF FORMATION**

**OF**

**ORTON ENERGY, INC.**

IN THE OFFICES OF THE JUDGE OF PROBATE  
OF SHELBY COUNTY, ALABAMA

The undersigned, acting as the sole incorporator of a corporation under the Alabama Business Corporation Law adopts the following Certificate of Formation:

**ARTICLE I**  
**NAME**

The name of the corporation is: **Orton Energy, Inc.**

**ARTICLE II**  
**DURATION**

The period of duration of the corporation shall be perpetual.

**ARTICLE III**  
**PURPOSES**

The purposes for which the corporation is organized will include the transaction of any or all business for which corporations may be incorporated under Ala. Code § 10A-2-3.01, et seq. (1975), as such shall be amended from time to time, including, but not limited to, any and all transactions that are necessary, appropriate or incidental to the sale of petroleum and lubricant products.

**ARTICLE IV**  
**AUTHORIZED SHARES**

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares, all of said shares to be common stock, par value One and no/100 Dollars (\$1.00) per share.

**ARTICLE V**  
**CLASSES OF STOCK**

The corporation shall have one class of stock, which is common stock.



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**ARTICLE VI**  
**BYLAWS**

The Board of Directors of the corporation shall adopt the initial bylaws for the corporation.

**ARTICLE VII**  
**SHAREHOLDER LIABILITY**

The private property of the corporation shareholders shall not be subject to the payment of corporate debts to any extent whatsoever.

**ARTICLE VIII**  
**PREEMPTIVE RIGHTS**

The shareholders of the corporation shall be entitled to preemptive rights to acquire the corporation's unissued shares.

**ARTICLE IX**  
**REGISTERED AGENT AND OFFICE**

The location and mailing address of the initial registered office, and the name of the initial registered agent at such address of the corporation is: Cheryl F. Orton, 338 Appleford Road, Helena, Alabama 35080.

**ARTICLE X**  
**INITIAL BOARD OF DIRECTORS**

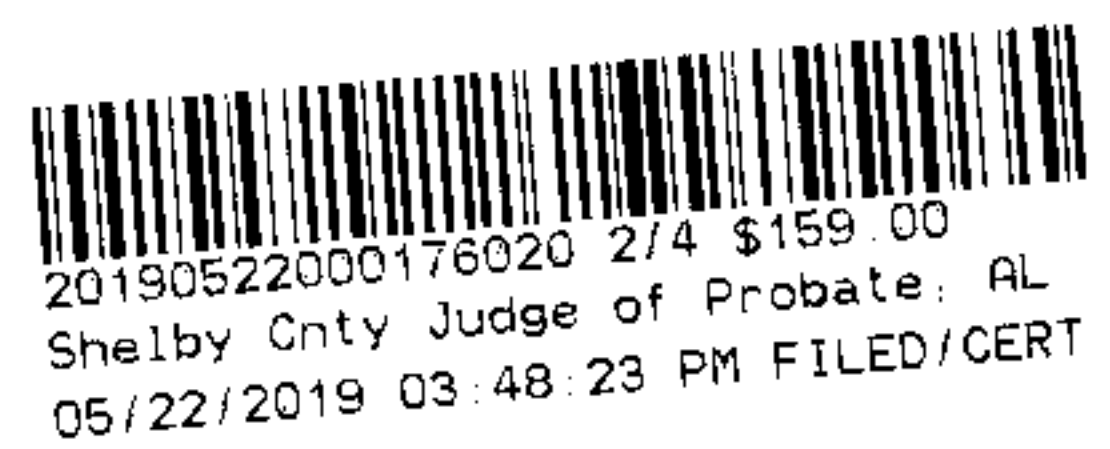
The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as a director until the first annual meeting of shareholders, or until her successor(s) be elected and qualified, is:

**NAME**

**ADDRESS**

Cheryl F. Orton

338 Appleford Road  
Helena, Alabama 35080



**ARTICLE XI**  
**INCORPORATOR**

The name and address of the incorporator is:

NAME

William B. Stewart, Esq.

ADDRESS

Wallace, Jordan, Ratliff & Brandt, L.L.C.  
800 Shades Creek Parkway, Suite 400  
Birmingham, Alabama 35209

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his signature to this Certificate of Formation on this the 22<sup>nd</sup> day of May, 2019.

  
\_\_\_\_\_  
INCORPORATOR

This Instrument Was Prepared By:  
William B. Stewart, Esq.  
Wallace, Jordan, Ratliff & Brandt, L.L.C.  
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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:

**Orton Energy, Inc.**

This name reservation is for the exclusive use of Wallace, Jordan, Ratliff &  
Brandt, L.L.C., Post Office Box 530910, Birmingham, AL 35253 for a period of  
one year beginning May 14, 2019 and expiring May 14, 2020



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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.**

May 14, 2019

**Date**

A handwritten signature in cursive script, reading "J. H. Merrill".

**John H. Merrill**

**Secretary of State**