

STATE OF ALABAMA)
SHELBY COUNTY)

**CERTIFICATE OF FORMATION
OF
CARSNOW, Inc.**

Pursuant to the provisions of Ala. Code § 10A-1-3.05 and § 10A-2-2.02 (1975), as amended (the "Law"), the undersigned incorporator hereby adopts the following Certificate of Formation hereof as set forth as follows:

ARTICLE I
Name

The name of the corporation is CARSNOW, Inc. (the "Corporation").

ARTICLE II
Registered Office; Registered Agent

The location and street address of the initial registered office of the Corporation shall be 1773 Tecumseh Trail, Pelham, Alabama 35124, and its registered agent at such address shall be Carlos Medina.

ARTICLE III
Principal Office

The street address of the principal office of the Corporation is 1773 Tecumseh Trail, Pelham, Alabama 35124.

The mailing address of the principal office is 1773 Tecumseh Trail, Pelham, Alabama 35124.

ARTICLE IV
Purpose

The nature, objective and purpose for which this corporation is formed shall be fulfilled as fully as to the same extent as natural persons might or could do, subject only to such limitations and restrictions as are placed on corporations under and by virtue of the laws of the State of Alabama.

The corporate purpose is to specifically engage in business related to the marketing and selling of used vehicles and any other related services and products incidental to or for the benefit and perpetuation of the purpose stated herein. 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 (1975).

ARTICLE V
Authorized Shares

The number of shares the Corporation is authorized to issue is One Thousand (1000).

ARTICLE VI
Duration

The duration of the Corporation shall be perpetual.

ARTICLE VII
Incorporator

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Carlos Medina	1773 Tecumseh Trail Pelham, Alabama 35124

ARTICLE VIII
Directors

The name and address of each initial member of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Carlos Medina	1773 Tecumseh Trail Pelham, Alabama 35124


A director has no liability to the Corporation or its shareholders for money damage 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 infliction of harm on the corporation or the shareholders; (C) a violation of Ala. Code § 10A-2-8.33 (1975); (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the Corporation or its shareholders.

ARTICLE VIV
Effective Date

The formation of the Corporation is effective immediately on the date that the Certificate of Formation for the Corporation is filed with the Office of the Judge of Probate of Shelby County, Alabama.

IN WITNESS WHEREOF, the undersigned incorporator has affixed his hand and seal on this Certificate of Formation as of the 6th day of November, 2019.

INCORPORATOR:



Carlos Medina

Prepared By:

F. Wade Steed, Esq.
Dempsey Steed, PC
Founders Trust Center
1740 Oxmoor Road, Suite 100
Homewood, Alabama 35209
(205) 970-0034 Phone
(205) 970-0119 Facsimile



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Shelby Cnty Judge of Probate, AL
11/07/2019 08:53:07 AM FILED/CERT

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:

CARSNOW, Inc.

This name reservation is for the exclusive use of Carlos Medina, 1773 Tecumseh
Trail, Pelham, AL 35124 for a period of one year beginning October 01, 2019 and
expiring October 01, 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.**

October 01, 2019

Date

J. H. Merrill

John H. Merrill

Secretary of State