



20191112000418580 1/4 \$166.00  
Shelby Cnty Judge of Probate, AL  
11/12/2019 09:31:03 AM FILED/CERT

**Certificate of Formation**  
**of**  
**360 Risk Management Services Inc.**

To: The Honorable Judge of Probate  
Shelby County, Alabama

The undersigned, acting as incorporator, desiring to form a domestic business corporation in the State of Alabama, does hereby adopt this Certificate of Formation in accordance with the laws applicable to domestic business corporations organized in Alabama, as may be amended from time to time.

**ARTICLE I**  
**NAME**

The name of the corporation shall be and is:

360 Risk Management Services Inc.

**ARTICLE II**  
**DURATION**

The corporation shall have perpetual existence.

**ARTICLE III**  
**PURPOSES**

The purpose for which the corporation is organized is to own and operate an insurance services business, and the transaction of any and all lawful business for which business corporations may be incorporated under Alabama law.

**ARTICLE IV**  
**AUTHORIZED CAPITAL STOCK**

The total number of shares of stock which the corporation shall have the authority to issue is One Thousand (1,000) shares of the par value of One Dollar (\$1.00) per share, all of which shall be common stock having non-cumulative voting rights, amounting in the aggregate to One Thousand Dollars (\$1,000.00).

ARTICLE V  
PRINCIPAL OFFICE OF CORPORATION

The address of the initial principal office of the corporation shall be 1464 Legacy Drive, Birmingham, AL 35242.

ARTICLE VI  
REGISTERED AGENT

The initial registered agent of the corporation is J. Todd Johnson, and the address of the initial registered agent is 1464 Legacy Drive, Birmingham, AL 35242.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

Initially there shall be one director, but the number of directors may be changed from time to time as provided by the By-laws. The name and address of the initial directors who shall serve until the first annual meeting of shareholders and until his or her successor(s) are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
J. Todd Johnson	1464 Legacy Drive Birmingham, AL 35242

ARTICLE VIII  
INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Mark W. Macoy, Esq.	300 Vestavia Parkway, Suite 2300 Vestavia Hills, AL 35216

ARTICLE IX  
SHAREHOLDER LIABILITY

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

ARTICLE X  
BOARD OF DIRECTORS

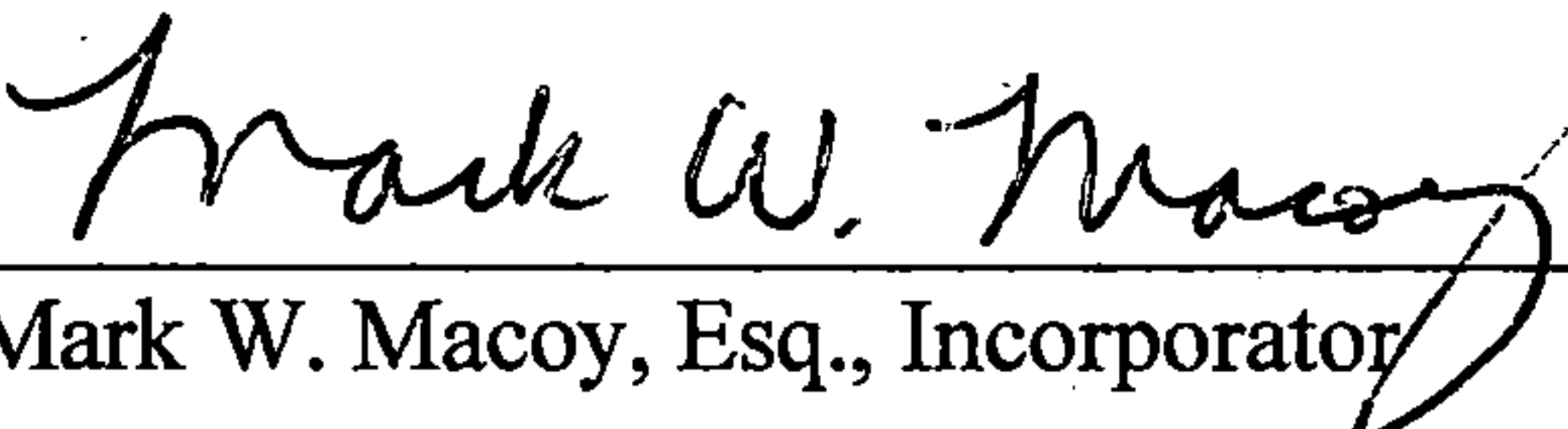
The business and affairs of the corporation shall be under the management of a Board of Directors. The power to adopt, alter, amend or repeal the By-laws or adopt new By-laws shall be vested in the Board of Directors.

A director of the corporation shall not be liable 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 a 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 Section 10A-2-8.33 (or Section 10A-2A-8.32 when effective); or (D) an intentional violation of criminal law.

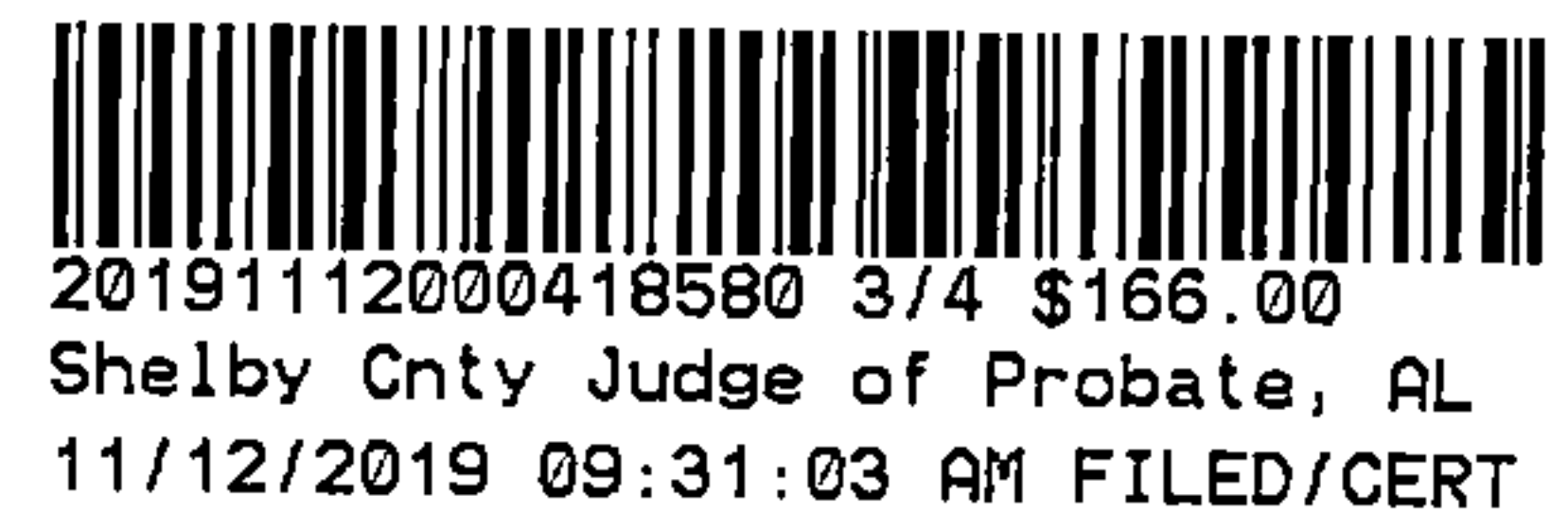
ARTICLE XI  
RESERVATION OF RIGHTS

The corporation reserves the right to amend or repeal any provision of this Certificate of Formation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

IN WITNESS WHEREOF, the incorporator has hereunto subscribed his name, this the 12th day of November, 2019.

 (SEAL)  
Mark W. Macoy, Esq., Incorporator

THIS DOCUMENT PREPARED BY:  
Mark W. Macoy, Esq.  
Mark W. Macoy, LLC  
300 Vestavia Parkway, Suite 2300  
Vestavia Hills, AL 35216  
(205) 795-2080



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:

**360 Risk Management Services Inc.**

This name reservation is for the exclusive use of Mark W. Macoy, LLC, 300 Vestavia Parkway, Suite 2300, Vestavia Hills, AL 35216 for a period of one year beginning November 07, 2019 and expiring November 07, 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.**

November 07, 2019

Date

*J. H. Merrill*

John H. Merrill

Secretary of State