

STATE OF ALABAMA

**DOMESTIC LIMITED LIABILITY COMPANY (LLC)
CERTIFICATE OF FORMATION**

PURPOSE: In order to form a limited liability company (LLC) under Section 10A-5A-2.01 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the entity's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the limited liability company's (LLC) registered office is/will be located. ~~Contact the Judge of Probate's Office to determine the county filing fees.~~

Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00 for standard filing and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is filed. Your notification of filing was provided by the Probate Judge's Office via a stamped copy which is evidence of existence (if it is certified by the Probate Office) according to 10A-1-4.04(c) and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment. Your entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).



20200212000058630 1/4 \$166.00
Shelby Cnty Judge of Probate, AL
02/12/2020 11:36:49 AM FILED/CERT

(For County Probate Office Use Only)

The information completing this form must be typed (for your convenience the information is fill-able on this computer form on the website above).

1. The name of the limited liability company (must contain the words "Limited Liability Company" or the abbreviation "L.L.C." or "LLC," and comply with Code of Alabama, Title 10A-1-5.06. You may use Professional or Series before Limited Liability Company if they apply or you may use those abbreviations):
HP Finlayson, LLC
2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached and the name reserved must agree with item 1 above [proves name reservation under 10A-1-4.02(f)].**

This form was prepared by: (type name and full address)

Patrick J. Sullivan
2236 Cahaba Valley Dr.,
Suite 100
Birmingham, AL 35242

(For SOS Office Use Only)

DOMESTIC LIMITED LIABILITY COMPANY (LLC) CERTIFICATE OF FORMATION

3. The name of the Registered Agent located at the Registered Office (only one agent):

Patrick J. Sullivan

Street (**No PO Boxes**) address of Registered Office (**must be located in Alabama**):

2236 Cahaba Valley Dr., Suite 100 Birmingham, AL 35242

Mailing address in Alabama of Registered Office (if different from street address):

4. The undersigned certify that there is at least one member of the limited liability company.

5. Check **only** if the type applies to the Limited Liability Company being formed:

☐ Series LLC complying with Title 10A, Chapter 5A, Article 11

☐ Professional LLC complying with Title 10A, Chapter 5A, Article 8

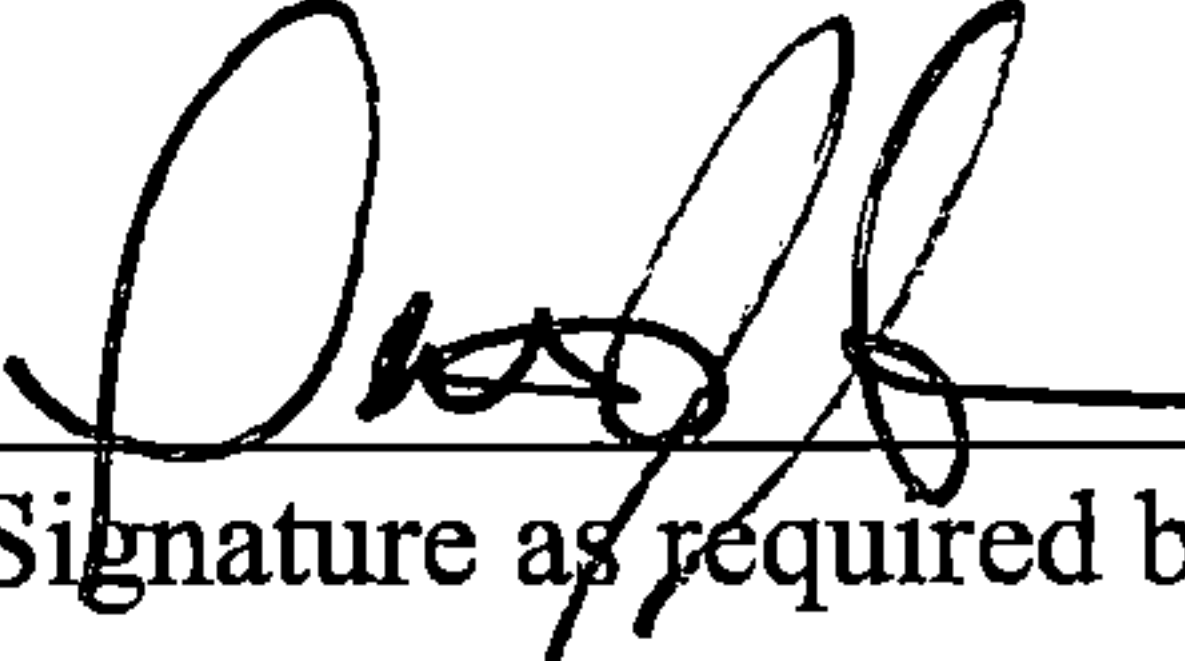
☐ Non-Profit LLC complying with 10A-5A-1.04(c)

6. The filing of the limited liability company is effective immediately on the date filed by the Judge of Probate or at the delayed filing date (cannot be prior to the filing date) specified in this filing. 10A-1-4.12

The undersigned specify 02 / 12 / 2020 as the effective date (**must be on or after the date filed in the office of the county Judge of Probate, but no later than the 90th day after the date this instrument was signed**) and the time of filing to be : ☒ AM or ☐ PM. (**cannot be noon or midnight – 12:00**)

☒ Attached are any other matters the members determine to include herein (if this item is checked there must be attachments with the filing).

02 / 12 / 2020
Date (MM/DD/YYYY)


Signature as required by 10A-5A-2.04

Patrick J. Sullivan
Typed Name of Above Signature

Organizer
Typed Title (Organizer or Attorney-in-fact)

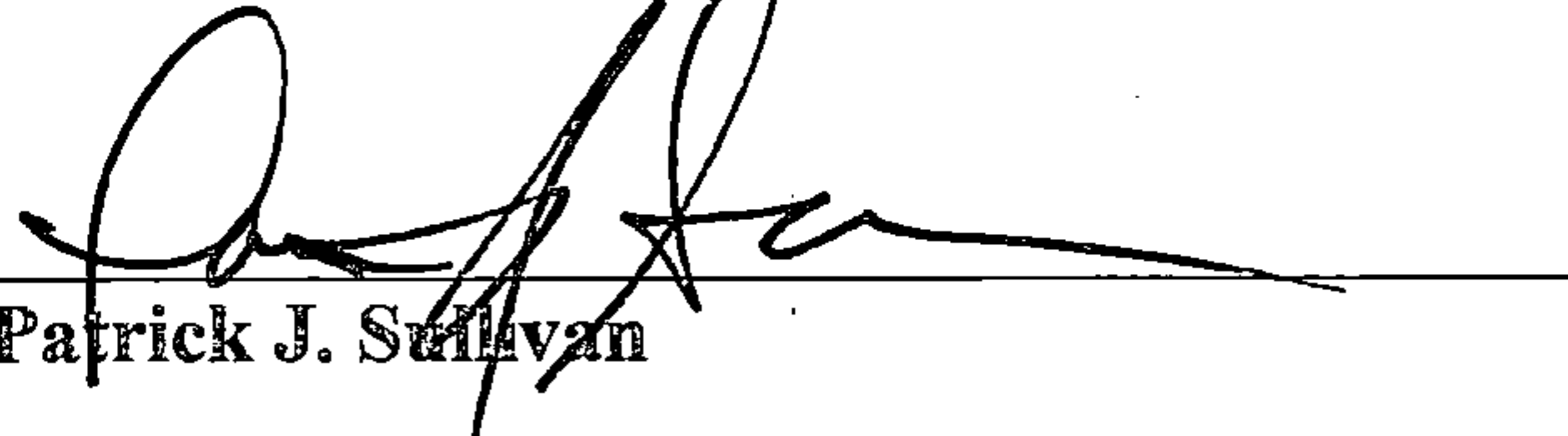
Additional Organizers/Attorney-in-facts may sign (add additional sheets if necessary).

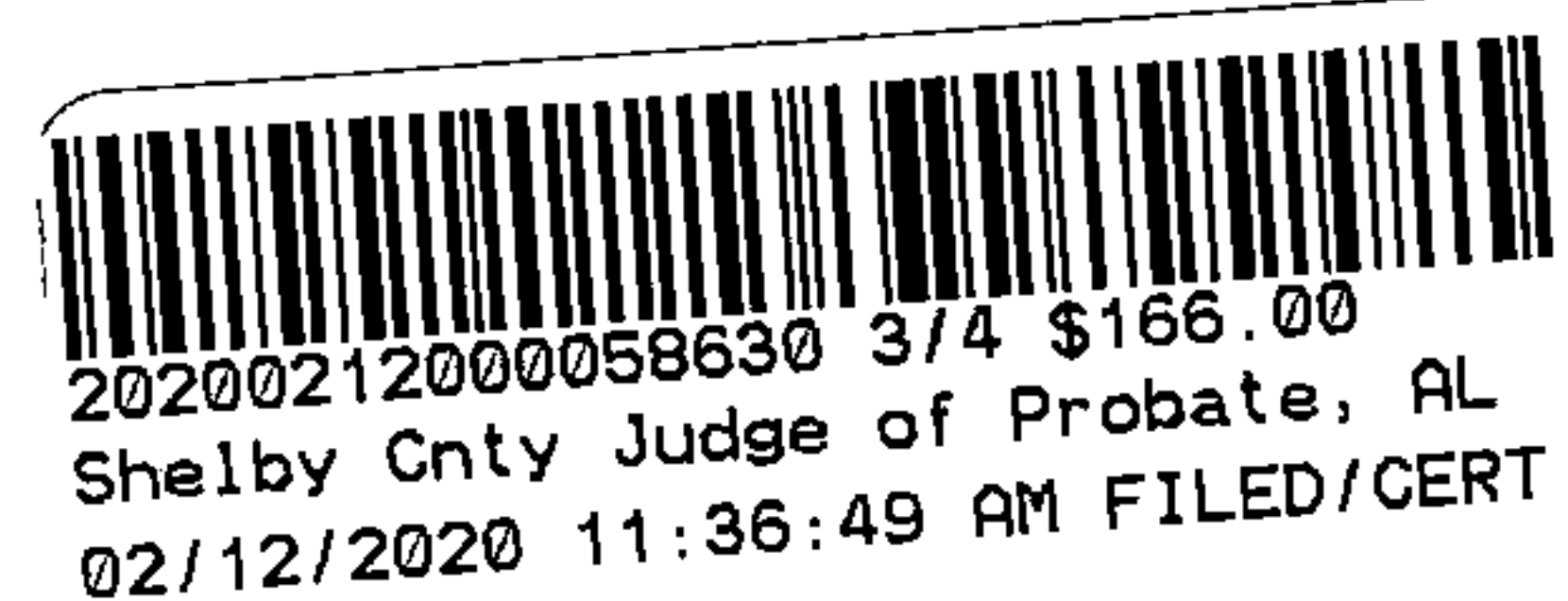
**Certificate of Formation
Of
HP Finlayson, LLC**

The undersigned, according to the provisions of the Alabama Limited Liability Company Act, Section 10A-5A-2.01, et. seq., CODE OF ALABAMA, (1975), as amended from time to time (the "Act"), adopts the following Certificate of Formation:

1. **Name of the LLC.** The name of the limited liability company is "HP Finlayson, LLC" (the "Company").
2. **Period of Duration.** The period of duration of the Company shall be perpetual, unless dissolved in accordance with the provisions of the Company's Company Agreement.
3. **Purpose of LLC.** The Company has been organized to engage in any lawful business.
4. **Initial Registered Office.** The location and physical street address of the initial registered office of the Company shall be 2236 Cahaba Valley Drive, Ste 100 Birmingham AL, 35242 The initial registered agent at such address shall be Overton Holdings, LLC.
5. **Initial Members.** There are two initial members of the Company.
6. **Additional Provisions Set Forth in Company Agreement.** Any provision not inconsistent with the Act or this Certificate of Formation may be outlined in the Company's Company Agreement.
 - 6.1. **Execution of Company Agreement.** The Company Agreement for the Company shall be executed by the initial members and is effective on the formation of the Company.
 - 6.2. **Amendment of Company Agreement.** The Company Agreement may be amended as described in the Company Agreement.
 - 6.3. **Additional Members.** Additional members may be admitted as provided in the Company Agreement.
7. **Management.** The Company will be manager managed as described in the Company Agreement.
8. **Effective Date of Formation.** The filing of this Certificate of Formation is effective immediately upon filing with the Judge of Probate.

The undersigned, being the initial organizer of the Company, executes this Certificate of Formation on 02/11/2020.


Patrick J. Sullivan



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:

HP Finlayson, LLC

This name reservation is for the exclusive use of Patrick J Sullivan, 2236 Cahaba
Valley Dr., Suite 100, Birmingham, AL 35242 for a period of one year beginning
February 11, 2020 and expiring February 11, 2021



20200212000058630 4/4 \$166.00
Shelby Cnty Judge of Probate, AL
02/12/2020 11:36:49 AM FILED/CERT



RES871733

**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.**

February 11, 2020

Date

J. H. Merrill

John H. Merrill

Secretary of State