

This instrument prepared by:
Joseph P. Schilleci, Jr., Esq.
Schilleci & Tortorici, P.C.
2821 2nd Avenue South, Suite E
Birmingham, Alabama 35233

**CERTIFICATE OF FORMATION
OF
THE WILLOWBROOK GROUP, LLC**

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company under the Alabama Limited Liability Company Law of 2014, effective January 1, 2015, Ala. Code §§ 10A-5A-1.01, *et seq.* as amended (the "Alabama Limited Liability Company Law"), hereby files the following Certificate of Formation with the probate office of the county in which the initial registered office of the limited liability company will be located, and hereby affirm the facts stated herein are true and correct:

1. The name of the limited liability company is **THE WILLOWBROOK GROUP, LLC** (the "Company").

2. The term of the Company shall be perpetual from the date of the filing of this Certificate of Formation with the Probate Office of Shelby County, Alabama, unless the Company is dissolved in accordance with the limited liability company agreement of the Company or the Alabama Limited Liability Company Law.

3. The purpose or purposes for which the Company is organized are to do all things that a limited liability company organized and existing by virtue of the laws of the State of Alabama may lawfully do. In this respect, the Company shall have all the powers that a limited liability company may have as provided in the Alabama Limited Liability Company Law.

4. The location and mailing address of the registered office of the Company is #7 Hazeltine Walk, Shoal Creek, Alabama 35242 and the name of its registered agent at such address is Richard R. Robey.

5. The Company has at least one member.

6. The Company may have one or more series of assets subject to the limitation provided in Ala. Code § 10A-5A-11.02(a).

7. The members of the Company shall have the right to admit additional members to the Company upon the unanimous written consent of the then existing members of the Company, unless otherwise provided for in the provisions of the Limited Liability Company Agreement.

8. Upon the cessation of membership of a member in the Company, if there are no remaining members, the Company shall be dissolved and the affairs of the Company shall be wound up unless the holders of all the financial rights in the Company agree in writing, within 90 days after the cessation of membership of said last member, to continue the legal existence and business



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new members, and the legal existence and business of the Company is continued and one or more new members are appointed in the manner stated in the Limited Liability Company Agreement or this Certificate of Formation.

9. The Company is to be managed by its members.

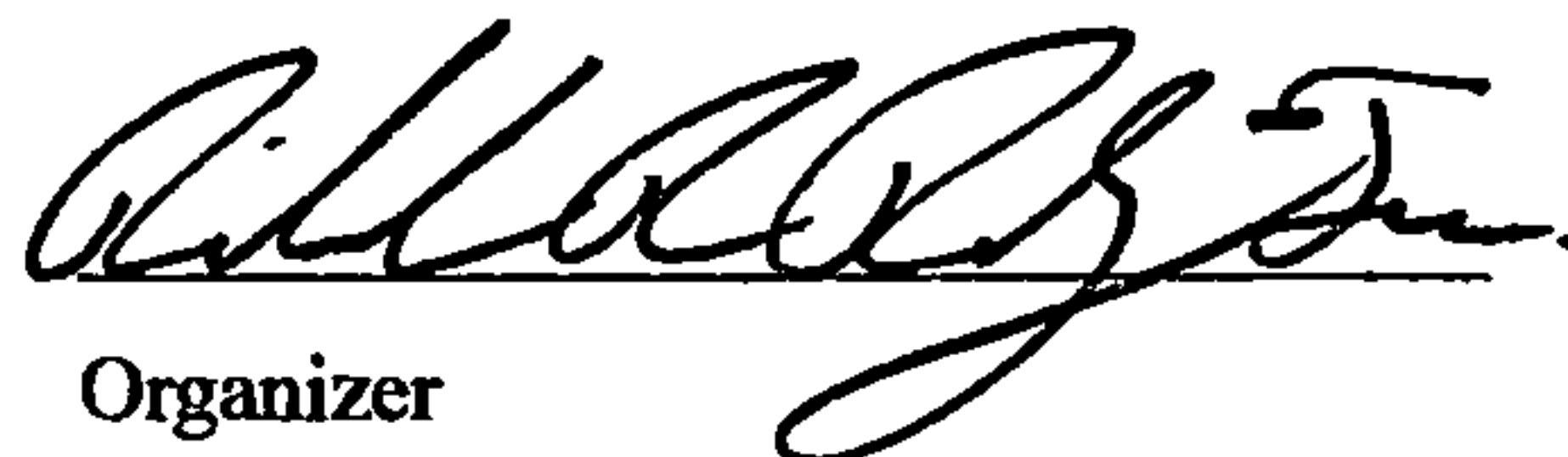
10. The members of the Company shall have no liability for any debt, obligation or liability of the Company, as provided in the Alabama Limited Liability Company Law.

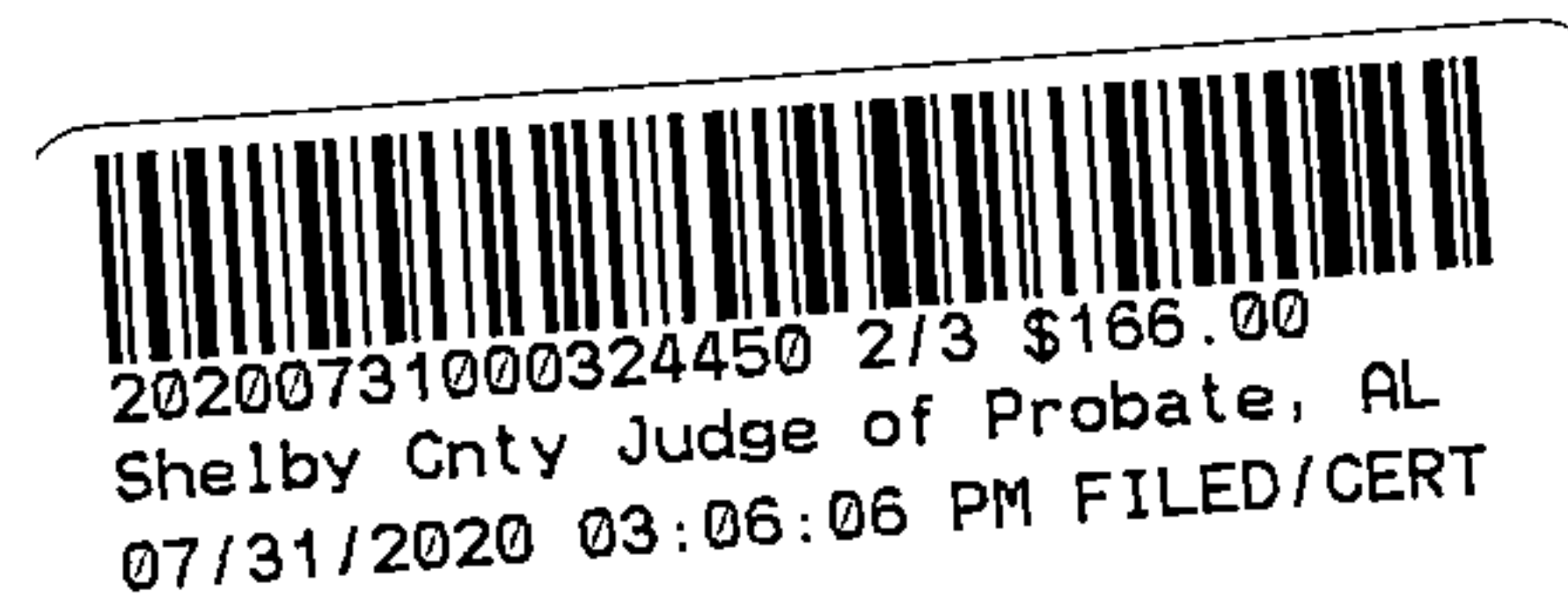
11. The regulation of the internal affairs of the Company shall be conducted in accordance with the provisions of the Company's Limited Liability Company Agreement, as the same may be amended from time to time. If no valid Limited Liability Company Agreement exists at any time, the internal affairs of the Company shall be conducted in accordance with the Alabama Limited Liability Company Law.

The undersigned, constituting the organizers of the Company, do hereby execute this Certificate of Formation this 30 day of July 2020.


Organizer


Organizer


Organizer



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:

The Willowbrook Group, LLC

This name reservation is for the exclusive use of Joseph P. Schilleci, Jr., 2821 2nd Avenue South, Suite E, Birmingham, AL 35233 for a period of one year beginning July 30, 2020 and expiring July 30, 2021



RES896841

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.

July 30, 2020

Date

J. H. Merrill

John H. Merrill

Secretary of State



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