STATE OF ALABAMA

DOMESTIC NONPROFIT CORPORATION
CERTIFICATE OF FORMATION

(For County Probate Office Use Only)

PURPOSE: In order to form a Nonprofit Corporation under Section 10A-1-3.05 and 10A-3-3.02 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 corporation'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 corporation's 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** 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 issued. Once the Secretary of State's Office has indexed the filing the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name. Your notification of filing was provided by the Probate Judge's Office via a stamped copy 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 (see attached). Your corporation will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

This form must be typed or laser printed.

1. The name of the corporation: WXYZ Services, NFP

2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.**

3. This nonprofit corporation (MUST check one):

   ___ has Members **or** ✔ has no Members

(For SOS Office Use Only)

This form was prepared by:

Legalzoom.com, Inc.
9900 Spectrum Drive
Austin, TX 78717

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4. Street (**No PO Boxes**) address of principal office of the corporation:_____

   1234 Main Street, Birmingham, AL 35201

   Mailing address of principal office (if different from street address):_____

   _____

5. The name of the Registered Agent: John Doe

6. Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):_____

   1234 Main Street, Birmingham, AL 35201

   Mailing address of Registered Agent (if different from street address):_____

   _____

7. Purpose for which corporation is formed:_____

   Retail; the purpose includes the transaction of any lawful business for which nonprofit corporations may be incorporated in Alabama under Title 10A, Chapter 3 of the Code of Alabama.

8. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

9. The name(s) of the Incorporator(s): Legalzoom.com, Inc.

   Street (**No PO Boxes**) address of Incorporator(s): 9900 Spectrum Drive

   Austin, TX 78717 Mailing address of Incorporator(s) – (if different from street address):_____

   Attach a listing if more Incorporators need to be added (type "see attached" in the name line).

10. The number of Directors constituting the initial Board of Directors is 2. The initial Directors names and addresses must be listed in this Certificate of Formation.

    Director's Name: John Doe

    Street (**No PO Boxes**) address of Director: 1234 Main Street

    Birmingham, AL 35201 Mailing address of Director(s) - (if different from street address):_____

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Director's Name: Ann Doe

Street (**No PO Boxes**) address of Director: 1234 Main Street

Birmingham, AL 35201 Mailing address of Director(s) - (if different from street address):

Director's Name:

Street (**No PO Boxes**) address of Director:

Mailing address of Director(s) - (if different from street address):

Attach listing if more Directors need to be added (type "see attached" in the name line for the first Director on this form).

11. Unless an attachment to this Certificate of Formation provides that a change in the number of directors shall be made only by amendment to the Certificate of Formation, a change in the number of directors made by amendment to the bylaws shall be controlling. In all other cases, whenever a provision of the Certificate of Formation is inconsistent with a bylaw, the provision of the Certificate of Formation shall be controlling.

___ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

January 1, 2011
Date

Signature as required by 10A-1-3.04

LegalZoom.com, Inc.
Typed Name of Above Signature

Incorporator
Typed Title/Capacity to Sign under 10A-1-3.04

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