

MAY 11 2016

Corporations Section

**CERTIFICATE OF FORMATION OF
FOUR TWENTY ASSOCIATES, LLC**

The undersigned organizer signs this Certificate of Formation of Four Twenty Associates, LLC (this "**Certificate**") for the purpose of forming a limited liability company (the "**Company**") in accordance with the Texas Business Organizations Code (the "**Business Organizations Code**"):

**Article I
Name**

The name of the Company is Four Twenty Associates, LLC.

**Article II
Type**

The Company is a series limited liability company.

**Article III
Purpose**

Except as otherwise restricted in the company agreement, the Company is formed for any lawful purpose for which limited liability companies may be formed under the Business Organizations Code.

**Article IV
Registered Agent and Registered Office**

The street address of the initial registered office of the Company and the name of the initial registered agent of the Company at such office are as follows:

Gene Wolf
221 N. Kansas, Suite 1700
El Paso, Texas 79901-1401

**Article V
Organizer**

The name and address of the organizer of the Company are as follows:

Gene Wolf
221 N. Kansas, Suite 1700
El Paso, Texas 79901-1401

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Secretary of State

**Article VI
Management**

The Company will have managers. The names and addresses of the initial managers of the Company are as follows:

Patricia M. Rogers
1505 Rim Road
El Paso, Texas 79902

Jacques Babel
1505 Rim Road
El Paso, Texas 79902

Tony L. Rogers
1505 Rim Road
El Paso, Texas 79902

Anne Elise Babel
1505 Rim Road
El Paso, Texas 79902

**Article VII
Membership Interests**

The Company may have one or more classes or groups of members and membership interests. The relative rights, powers and duties, including voting rights, if any, of any class or group of members or membership interests shall be as specified in the company agreement.

**Article VIII
Notice of Series Limited Liability Company**

The Company is a series limited liability company as set forth in Sections 101.601 *et seq.* of the Business Organizations Code. To the fullest extent permitted by the Business Organizations Code: (a) the debts, liabilities, obligations, and expenses incurred, contracted for, or otherwise existing with respect to a particular series shall be enforceable against the assets of that series only, and shall not be enforceable against the assets of the Company generally or any other series; and (b) none of the debts, liabilities, obligations, and expenses incurred, contracted for, or otherwise existing with respect to the Company generally or any other series shall be enforceable against the assets of a particular series.

**Article IX
Miscellaneous**

9.1 Waiver of Non-Mandatory Provisions. The rights and obligations of the members of the Company shall be as provided in the Business Organizations Code, except as otherwise expressly provided under this Certificate or the company agreement. In the event of any inconsistency between any provision contained in this Certificate or the company agreement and any non-mandatory provision of the Business Organizations Code, the provisions contained in this Certificate or the company agreement shall govern and control.

9.2 Action By Less Than Unanimous Written Consent. The company agreement may authorize the members of the Company to take action without holding a meeting, providing notice, or taking a vote if such members having at least the minimum number of votes that would be necessary to take the action that is the subject of the consent at a meeting, in which each such member entitled to vote on the action is present and votes, sign a written consent or consents stating the action taken.

The undersigned affirms that the person designated as the registered agent has consented to its appointment as such. The undersigned signs this Certificate subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute this Certificate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of May 11, 2016.



GENE WOLF, Organizer