

CERTIFICATE OF FORMATION

OF

W SPANN LLC

This Certificate of Formation of W Spann LLC (the "Company") dated March 15, 2011 is being duly executed and filed by Cameron Casey as authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.).

FIRST: The name of the limited liability company formed hereby is W Spann LLC.

SECOND: The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

THIRD: The name and address of the registered agent for service of process on the Company in the State of Delaware are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

/s/ Cameron Casey
Cameron Casey
Authorized Person

**STATE OF DELAWARE
CERTIFICATE OF CANCELLATION**

1. The name of the limited liability company is W Spann LLC

2. The Certificate of Formation of the limited liability company was filed on
March 15, 2011

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Cancellation this 11th day of July, A.D. 2011.

By: /s/ Cameron Casey,
Authorized Person(s)

Name: Cameron Casey, Authorized Person
Print or Type