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This Instrument Prepared By:
Timothy K. Corley
1100 Park Place Tower
Birmingham, Alabama 35203

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE PROFESSIONAL ADMINISTRATOR, INC.**

Pursuant to the provisions of Ala. Code §§ 10-2A-110, et seq., the shareholders and directors of the undersigned corporation have adopted these Articles of Amendment. The information required by § 10-2A-113 is as follows:

FIRST: The name of the corporation is The Professional Administrator, Inc.

SECOND: The amendment adopted is as follows:

ARTICLE V of the Articles of Incorporation is amended to read as follows:

ARTICLE V

CAPITAL STOCK

The aggregate number of shares of capital stock which the corporation shall be authorized to issue and have outstanding shall be Ten Thousand Two Hundred Fifty (10,250) shares of the par value of One Dollar (\$1.00) per share, being a total authorized capital stock of Ten Thousand Two Hundred Fifty (\$10,250.00), all of the same class.

JOHNSTON, BARTON, PROCTOR, SWEDLAW & NAFF

1100 PARK PLACE TOWER

BIRMINGHAM, ALABAMA 35203

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THIRD: The amendment was adopted by the unanimous vote of the shareholders and directors by their execution of written consents to Action Taken Without A Meeting dated as of 11-25, 1987, as permitted by Ala. Code §§ 10-2A-56 and 10-2A-66.

FOURTH: The number of shares of capital stock outstanding at the time of the adoption of the amendment was 8,000 shares of common stock, all of the same class.

FIFTH: The number of shares voted for the amendment was 8,000, and the number of shares voted against the amendment was zero.

SIXTH: The amendment does not provide for an exchange, reclassification or cancellation of issued shares, nor does the amendment effect a change in the amount of stated capital.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name and on its behalf by the President and Secretary duly authorized on this 25 day of November, 1987.

THE PROFESSIONAL
ADMINISTRATOR, INC.

BY: [Signature]
Its President

and

BY: [Signature]
Its Secretary

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

Before me, the undersigned Notary Public, personally appeared Joseph A. Cooper, Jr. - President of The Professional Administrator, Inc., an Alabama corporation, who, being first duly sworn, verified that he signed the foregoing Articles of Amendment to the Articles of Incorporation as President of said corporation and that the matters stated therein are true and correct.

Given under my hand and official seal this 25 day of November, 1987.

Kelli S. Brasher
Notary Public

My Commission Expires:

My Commission Expires July 10, 1988

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State of Alabama

SHELBY

County

 CERTIFICATE OF AMENDMENT

OF

THE PROFESSIONAL ADMINISTRATOR, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of THE PROFESSIONAL ADMINISTRATOR, INC., duly signed and verified pursuant to the provisions of Section 10-2A-110 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of AMENDMENT of THE PROFESSIONAL ADMINISTRATOR, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT

GIVEN Under My Hand and Official Seal on this the 9th day of

DECEMBER, 1987.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1987 DEC -9 PM 12:26

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Rec 10.00
Jud 1.00
11.00

