

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY  
AMENDMENT TO FORMATION/ORGANIZATION

PURPOSE: In order to amend a Limited Liability Company's (LLC) Certificate of Formation/Articles of Organization under Section 10A-1-3.13 and 10A-5-2.03 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the LLC was initially formed/ incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fee to the Office of the Judge of Probate in the county where the LLC's Certificate of Formation was recorded. 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 \$50.00 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name or number. 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 Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



20120214000054960 1/4 \$81.00  
Shelby Cnty Judge of Probate, AL  
02/14/2012 12:43:35 PM FILED/CERT

(For County Probate Office Use Only)

**This form must be typed or laser printed.**

1. The name of the Limited Liability Company from the Certificate of Formation/Articles of Organization:

Prestige Floor Care, LLC

2. The date the Certificate of Formation was filed in the county: 8 / 1 / 2007 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 498 - 223 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

J.J. Thomas, Esq.  
Gentle Turner & Sexton  
501 Riverchase Parkway East, Suite 100  
Hoover, AL 35244  
(205) 716-3000

DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT

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4. The titles, dates, and places of filing of any previous Amendments: \_\_\_\_\_

Attach a listing if necessary.

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as a Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a)(2) to effect the change in the public records database.]

5. The following amendment was adopted on 2 / 13 / 2012 (format MM/DD/YYYY):

4) Registered Office and Registered Agent

The registered office and place of business of the LLC shall be  
Calera, AL 35040

117 Creekstone Trail


and the registered agent at such office shall be Robert Mathews. The

Member(s) may change the registered office and/or registered agent from time to time.

Additional Amendments and the dates on which they were adopted are attached.

6. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the Code of Alabama of 1975 and the governing documents of this entity.

02 / 13 / 2012  
Date (MM/DD/YYYY)

  
Signature as required by 10A-5-2.04

Robert Mathews  
Typed Name of Above Signature

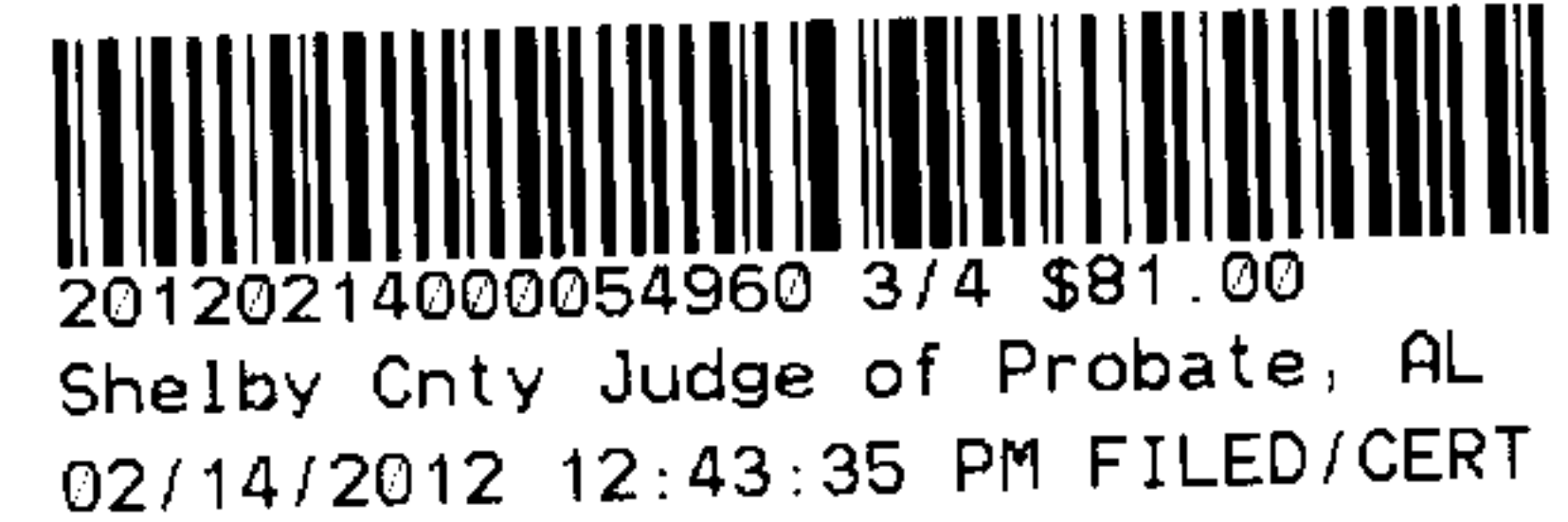
Member  
Typed Title/Capacity to Sign under 10A-5-2.04



**MEMBERS' RESOLUTION APPROVING**  
**AMENDMENT OF OPERATING AGREEMENT**

**PRESTIGE FLOOR CARE, LLC**

**(hereinafter, the "Company")**



It is hereby RESOLVED, that, having complied with the appropriate procedures under the Operating Agreement, As follows:

4) Registered Office and Registered Agent

The registered office and place of business of the LLC shall be 117 Creekstone Trail Calera, AL 35040 and the registered agent at such office shall be Robert Mathews. The Member(s) may change the registered office and/or registered agent from time to time.

8) Member(s)

The name, initial capital contribution, LLC Units and LLC Unit Percentage of the Member(s) are set forth below, which may be amended time to time to reflect the admission or reduction of Members.

Robert Mathews; \$380.00 Cash and \$8,000 Personally secured line of credit available on an as needed basis; 1,000 LLC Units; 100% LLC Unit %

It is further RESOLVED, that the Members of this Company are, collectively and individually, authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

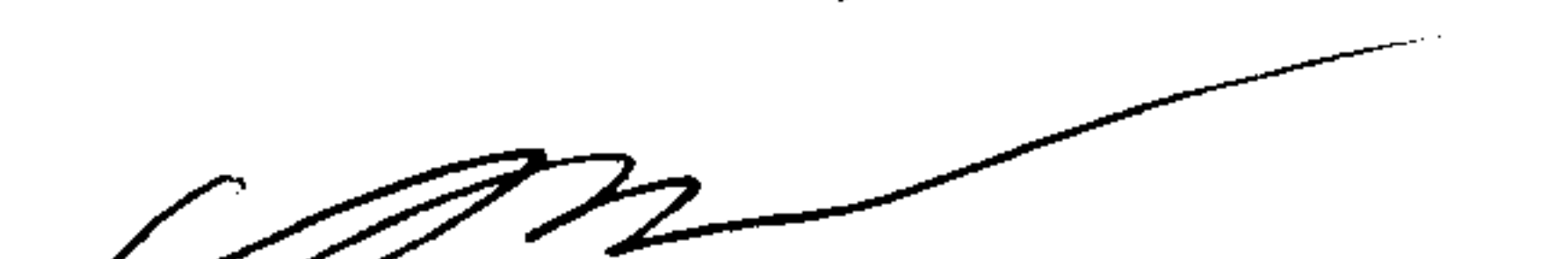
It is further RESOLVED, that any actions taken by such Members prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this Company.

Effective the 13th day of February, 2012.

This instrument was prepared by:

J.J. Thomas, Esq.  
Gentle Turner & Sexton  
501 Riverchase Parkway East, Suite 100  
Hoover, AL 35244  
(205) 716-3000

  
Robert Mathews, Member

  
Scott Johnson, Member

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**MEMBERS' RESOLUTION ACCEPTING**  
**DISASSOCIATION OF SCOTT JOHNSON**

The undersigned, being all of the Members of Prestige Floor Care, LLC, an Alabama limited liability company, do hereby, pursuant to the Alabama Limited Liability Company Act, consent to the following resolutions adopted in the name of, and on behalf of, the Members of the Company, without the necessity of a formal meeting:

**RESOLVED:** It is resolved that the resignation of SCOTT JOHNSON as a Member of PRESTIGE FLOOR CARE, LLC is accepted to take effect immediately upon the signing of the Purchase Agreement dated February 13<sup>th</sup>, 2012.

**RESOLVED:** It is resolved further, in accordance with the Operating Agreement of Prestige Floor Care, LLC, that SCOTT JOHNSON'S ownership interest and rights are to be sold to the remaining sole Member, Robert Johnson, and said transfer and assignment is to take effect immediately upon the signing of the Purchase Agreement dated February 13<sup>th</sup>, 2012.

Effective the 13th day of February, 2012.

  
\_\_\_\_\_  
**Signature of Member – Scott Johnson**

  
\_\_\_\_\_  
**Signature of Member – Robert Mathews**

This instrument was prepared by:  
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Gentle Turner & Sexton  
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Hoover, AL 35244  
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