

This instrument prepared by:
Benjamin W. Hutton, Esq.
Bradley Arant Boult Cummings LLP
200 Clinton Avenue West, Suite 900
Huntsville, Alabama 35801
(256) 517-5100

MANAGER CERTIFICATE

I, H. Michael Graham, the duly elected and qualified manager of GCPM, LLC, a Delaware limited liability company acting in its capacity as manager of GCP-SCP FIVE, LLC, a Delaware limited liability company (the "Company"), do hereby certify that attached hereto as **Exhibit A** is a true and correct copy of the Certificate of Merger on file with the Alabama Secretary of State's Office evidencing the merger of SCP FIVE, LLC, an Alabama limited liability company, with and into the Company, with the Company continuing as the surviving entity.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of September 30, 2013.

H. Michael Graham
H. Michael Graham, Manager

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a notary public in and for said county in said state, hereby certify that H. Michael Graham, whose name as Manager of GCPM, LLC, as Manager of GCP-SCP FIVE, LLC, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, in such capacity and with full authority, executed the same voluntarily for and as the act of said company, acting in its capacity as aforesaid.

Given under my hand and official seal this 30th day of September, 2013.

Christie Stinson Neely
Notary Public

[NOTARIAL SEAL]

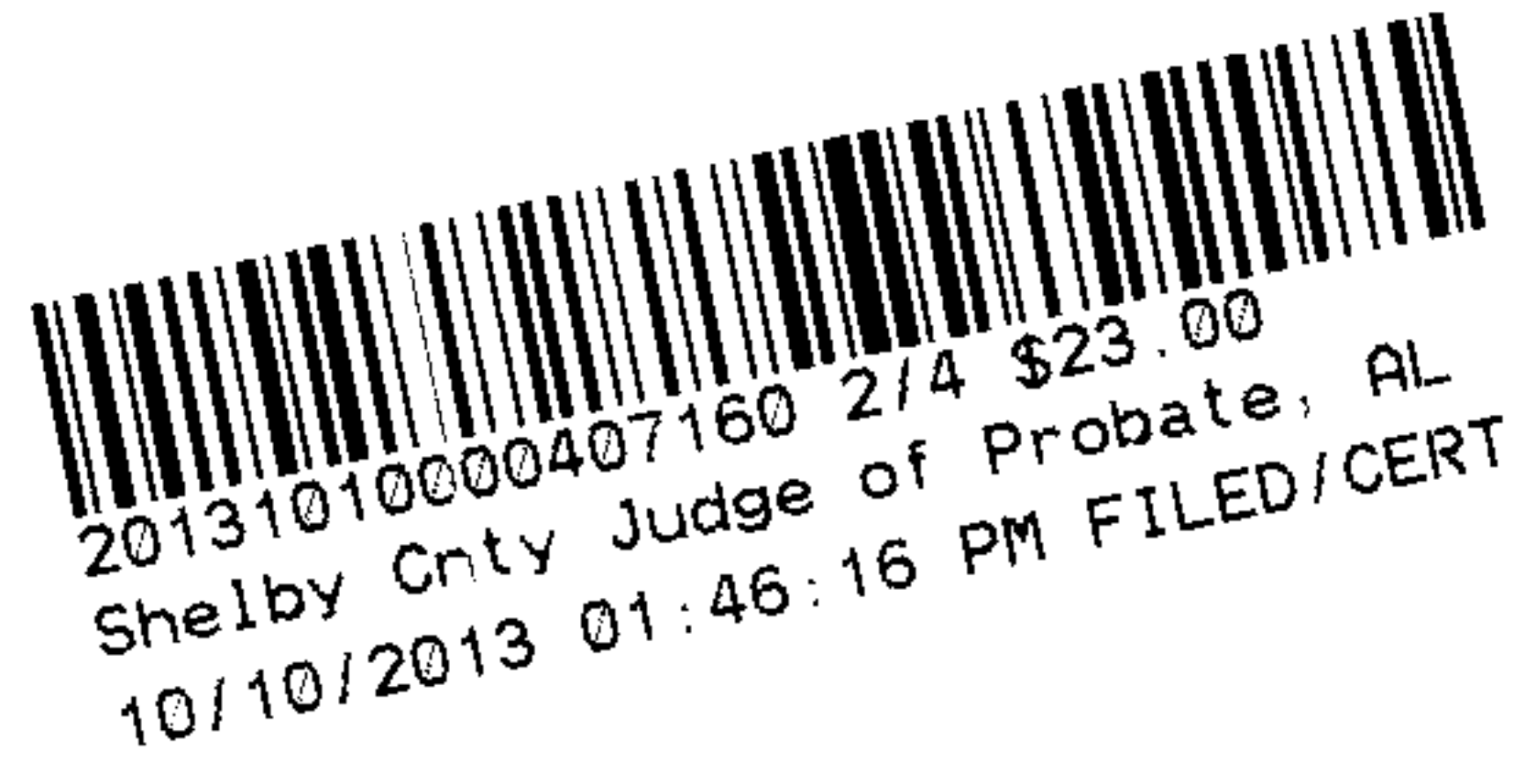
My commission expires: September 7, 2015



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Shelby Cnty Judge of Probate, AL
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EXHIBIT A

CERTIFICATE OF MERGER



**CERTIFICATE OF MERGER
OF
SCP FIVE, LLC
WITH AND INTO
GCP-SCP FIVE, LLC**

In accordance with the provisions of Section 10A-1-8.02 of the Alabama Business and Nonprofit Entity Code, the undersigned does hereby deliver this Certificate of Merger for the purpose of merging SCP Five, LLC into GCP-SCP Five, LLC.

1. Information on the **merging entity** (this is the entity which will cease to exist):

SCP Five, LLC (Alabama Entity ID # 284-592) was formed in Jefferson County, Alabama. The name of the entity from its certificate of formation is SCP Five, LLC.

2. Information on the **surviving entity** (this is the entity which will continue to exist):

GCP-SCP Five, LLC (Alabama Entity ID # 286-268) was formed by filing its certificate of formation with the Secretary of State of the State of Delaware. The name of the entity from its certificate of formation is GCP-SCP Five, LLC.

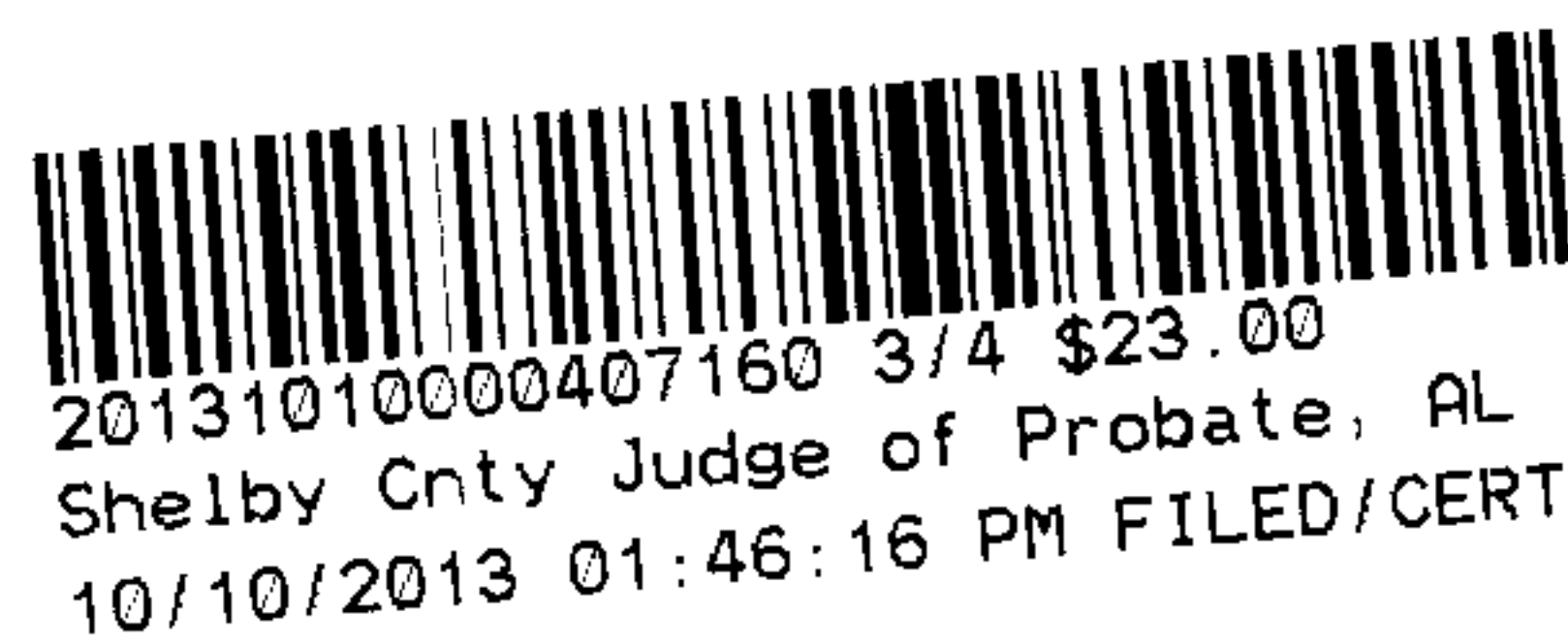
3. The merger shall become effective at 6:00 a.m. Central Time, on October 9, 2013.

4. The undersigned certifies that the Plan of Merger has been approved and executed by each of the entities which are to merge, in accordance with the Alabama Business and Nonprofit Entity Code.

5. The undersigned certifies that the Plan of Merger will be furnished by the surviving limited liability company, on request and without cost, to any owner of any entity which is a party to this merger.

6. A copy of the Plan of Merger is on file at the following principal address of the surviving limited liability company: 110 Office Park Circle, Suite 200, Birmingham, Alabama 35223.

[Signature Page Follows]



Alabama
Sec. Of State

Merger
000-555
Date 10/01/2013
Time 17:00
131003 2 Pg

File \$100.00
Ackn \$.00
Exp \$100.00

Total \$200.00
02/013


Dated as of the 30th day of September, 2013.

GCP-SCP FIVE, LLC

By: GCPM, LLC, its manager

By: H. Michael Graham
Name: H. Michael Graham
Its: Manager

Prepared By:
Laura Catherine Ashburner
Bradley Arant Boult Cummings LLP
1819 Fifth Avenue North
Birmingham, AL 35203


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