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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
FIRST AMERICAN BANCSHARES, INC.**

Pursuant to the provisions of Section 10-2A-113 of the Code of Alabama, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is First American Bancshares, Inc.
2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on October 21, 1986, in the manner prescribed by the Alabama Business Corporation Act.

"Fourth: Shares of Stock." is amended to read as follows:

"The maximum aggregate number of shares of Common Stock which the corporation shall have authority to issue is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) per share. No shares have preemptive rights."

3. The number of the shares of the corporation outstanding at the time of such adoption was 67,503 shares of Common Stock; and the number of shares entitled to vote thereon was 67,503. The corporation has only one class of stock.

4. The number of shares voted for such amendment was 56,281; and the number of shares voted against such amendment was 0.

5. The manner in which such amendment effects a change in the amount of stated capital and the amount of stated capital changed by such amendment are as follows: Stated capital is decreased by \$438,769.50 as follows: The corporation currently has 67,503 shares of Common Stock issued and outstanding, and by reducing the par value from \$7.50 to \$1.00 per share, the stated capital with respect to these shares is reduced from \$506,272.50 to \$67,503.

Dated this the 3rd day of January, 1987.

FIRST AMERICAN BANCSHARES, INC.

By: Chas E. Smith
President

By: [Signature]
Secretary

First American Bank
P. L. H. [Signature]

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STATE OF ALABAMA)
COUNTY OF SHELBY)

To the Probate Judge of Shelby County:

This is to certify that the undersigned, an officer of First American Bancshares, Inc. and one of the officers executing these Articles of Amendment, has examined these Articles of Amendment and has found them to accurately and truthfully state the information as required by Section 10-2A-113 of the Code of Alabama.

This the 5th day of January, 1987.

Charles E. Martin

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, Jo Ann Shockley, a Notary Public, do hereby certify that on this the 5th day of January, 1987, personally appeared before me Charles E. Martin, who, being by me first duly sworn, declared that he is the President of First American Bancshares, Inc., and that he signed the foregoing document as such officer of the corporation, and that the statements therein contained are true.



Jo Ann Shockley
NOTARY PUBLIC

My Commission Expires:

My Commission Expires December 6, 1987

OFFICE OF THE PROBATE JUDGE, SHELBY COUNTY, ALABAMA
CERTIFICATION OF THE ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
FIRST AMERICAN BANCSHARES, INC.

The undersigned, as Judge of Probate of Shelby County, Alabama, hereby certifies that the Articles of Amendment to the Articles of Incorporation of First American Bancshares, Inc., duly signed and verified pursuant to the provisions 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 to the Articles of Incorporation of First American Bancshares, Inc., and attaches hereto a certified copy of the Articles of Amendment.

Dated: February 11th 1987.

[Signature]
Judge of Probate
Shelby County, Alabama



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

1987 FEB 11 AM 9:09

[Signature]
JUDGE OF PROBATE

1. Recording Fee \$ 10.00

2. Indexing Fee 1.00

TOTAL 11.00

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