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This instrument was prepared by:

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One Independence Plaza, Suite 710  
Birmingham, Alabama 35209

STATE OF ALABAMA )  
 )  
SHELBY COUNTY )

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
J. WALLACE ENTERPRISES, INC.

TO THE HONORABLE JUDGE OF PROBATE IN AND FOR THE COUNTY OF SHELBY,  
STATE OF ALABAMA:

JIMMY C. WALLACE, as President, and BARBARA D. WALLACE,,  
as Secretary, do hereby report and certify as follows: That on the  
23 day of May, 1991, pursuant to the provisions of Sections 10-  
2A-111 and 10-2A-66, Code of Alabama (1975), the Board of Directors  
and shareholders of the Corporation unanimously consented to and  
adopted a resolution amending the Articles of Incorporation of the  
Corporation, which resolution reads as follows:

RESOLVED, that effective as of the close of  
business on the 31st day of May, 1991, ARTICLE 4  
of the Articles of Incorporation of J. WALLACE  
ENTERPRISES, INC., an Alabama corporation, record-  
ed in Book 28, Page 687, in the office of the  
Judge of Probate, Shelby County, Alabama, is  
hereby amended to read as follows:

4. AUTHORIZED SHARES: The total number of shares  
which the Corporation shall have authority to issue shall be Ten  
Thousand (10,000) shares, consisting of Five Thousand (5,000)  
shares of Class A common stock of the par value of One Dollar

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(\$1.00) per share and Five Thousand (5,000) shares of Class B nonvoting common stock with no par value.


Each shareholder may have his or her share issued (a) in his or her individual name, or (b) in the names of two or more persons as joint tenants with right of survivorship and not as tenants in common, or (c) as tenants in common.

The number of shares issued and outstanding and the number of shares entitled to vote on the resolution at the time of the adoption was Five Thousand (5,000) shares. All shares were voted unanimously in favor of the resolution amending the Articles of Incorporation of J. WALLACE ENTERPRISES, INC.

The proceedings authorizing the above amendment were held strictly in accordance with Sections 10-2A-111, 10-2A-56 and 10-2A-66, Code of Alabama (1975). The capital will not be reduced under or by reason of the same amendment.

IN WITNESS WHEREOF, JIMMY C. WALLACE as President, and BARBARA D. WALLACE as Secretary, of J. WALLACE ENTERPRISES, INC., an Alabama corporation, do make and acknowledge these Articles of Amendment and certify same under the corporate seal of the Corporation on this the 23 day of May, 1991.

  
Jimmy C. Wallace, President

  
Barbara D. Wallace, Secretary

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a notary public in and for said County, in said State, do hereby certify that on this the 23rd day of May, 1991, personally appeared JIMMY C. WALLACE, as President, and BARBARA D. WALLACE, as Secretary, of J. WALLACE ENTERPRISES, INC., an Alabama corporation, who, being by me first duly sworn, declared that they signed the foregoing document as President and Secretary, respectively, of the Corporation and that the statements and facts therein contained are true and correct and are the act and deed of the Corporation.

Charlotte Kay Evans  
Notary Public

My Commission expires: April 7, 1992

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# State of Alabama

## County

SHELBY

CERTIFICATE OF AMENDMENT

OF

J. WALLACE ENTERPRISES, INC.

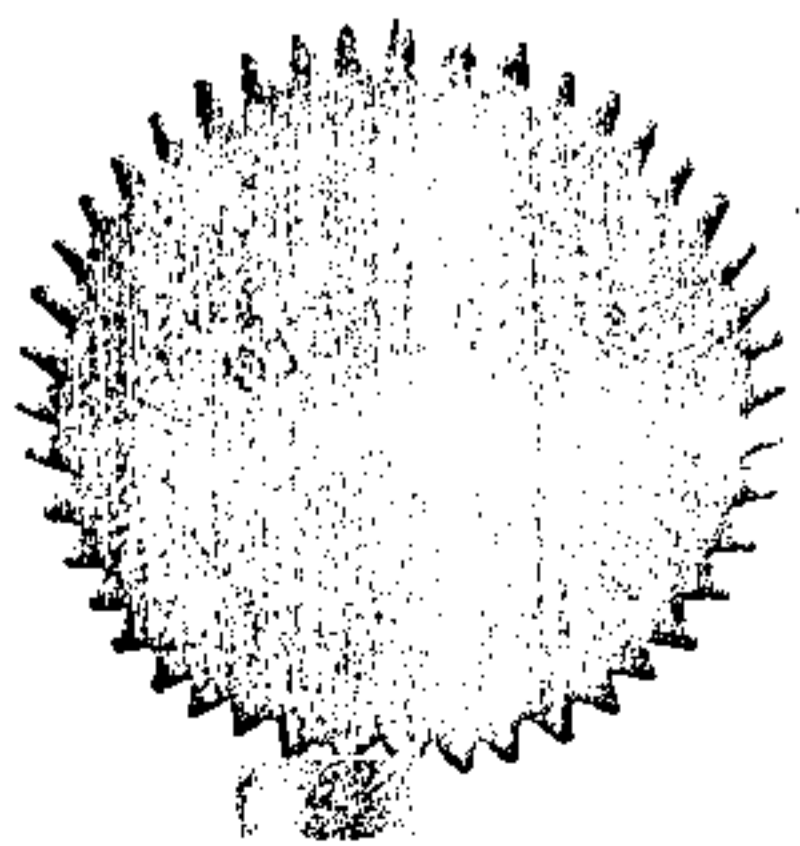
The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of J. WALLACE ENTERPRISES, INC., duly signed and verified pursuant to the provisions of Section 10-2A-111 of the Alabama Business Corporation Act, have been received 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 J. WALLACE ENTERPRISES, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT

GIVEN Under My Hand and Official Seal on this the 24th day of MAY, 19 91

*Thomas A. Snowden, Jr.*

Judge of Probate



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

91 MAY 24 PM 3:02

JUDGE OF PROBATE

10 00  
Jud 3 00  
13 00

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