

2069

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
ADVANCED EQUITY, INC.**

Pursuant to the provisions of Section 10-2A-113 of the Code of Alabama, 1975, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Advanced Equity, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted by the sole stockholder of the corporation on December 2nd, 1991, in the manner prescribed by the Alabama Business Corporation Act:

RESOLVED by the sole stockholder of the Corporation that the Articles of Incorporation of the Corporation be amended to change the name of the Corporation by deleting Article FIRST of the Articles of Incorporation and substituting the following in lieu thereof as Article FIRST:

"The name of the corporation is Fieldstone Construction & Mortgage, Inc."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 10,000 shares of common stock; and the number of shares entitled to vote thereon was 10,000 shares of common stock. The common stock of the corporation constitutes the only class of capital stock of the corporation.

FOURTH: The number of shares voted for such amendment was 10,000 shares of common stock; and no shares were voted against such amendment.

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Burr & Forman

DATED: December 2, 1991.

Advanced Equity, Inc.

By: B. J. Harris
Its President

And Remy Brown
Its Secretary

STATE OF ALABAMA)
SHELBY COUNTY)

I, the undersigned, a Notary Public, do hereby certify that on this 2nd day of December, 1991, personally appeared before me B. J. Harris, who, being by me first duly sworn, declared that he is the President of Advanced Equity, Inc., that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

Diana McLaughlin
Notary Public

[NOTARIAL SEAL]

My Commission Expires:
MY COMMISSION EXPIRES FEBRUARY 1, 1994

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THIS INSTRUMENT PREPARED BY:

Joseph G. Stewart, Attorney
3000 SouthTrust Tower
420 North 20th Street
Birmingham, AL 35203

STATE OF ALABAMA

I, Billy Joe Camp, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Fieldstone Construction & Mortgage, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Pamela West, 420 North 20th Street, Ste 3000, Birmingham, AL 35203 for a period of one hundred twenty days beginning November 25, 1991 and expiring March 25, 1992.

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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 25, 1991

Date

A handwritten signature in black ink, appearing to read "Billy Joe Camp", written over a horizontal line.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF AMENDMENT

OF

ADVANCED EQUITY, INC. TO FIELDSTONE CONSTRUCTION & MORTGAGE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of ADVANCED EQUITY, INC. TO FIELDSTONE CONSTRUCTION & MORTGAGE, INC. signed and verified pursuant to the provisions of Section 10-2A-113 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 ADVANCED EQUITY, INC. TO FIELDSTONE CONSTRUCTION & MORTGAGE, INC. and attaches hereto a duplicate original of the Articles of AMENDMENT INC.

GIVEN Under My Hand and Official Seal on this the 5th day of DECEMBER, 1991.

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

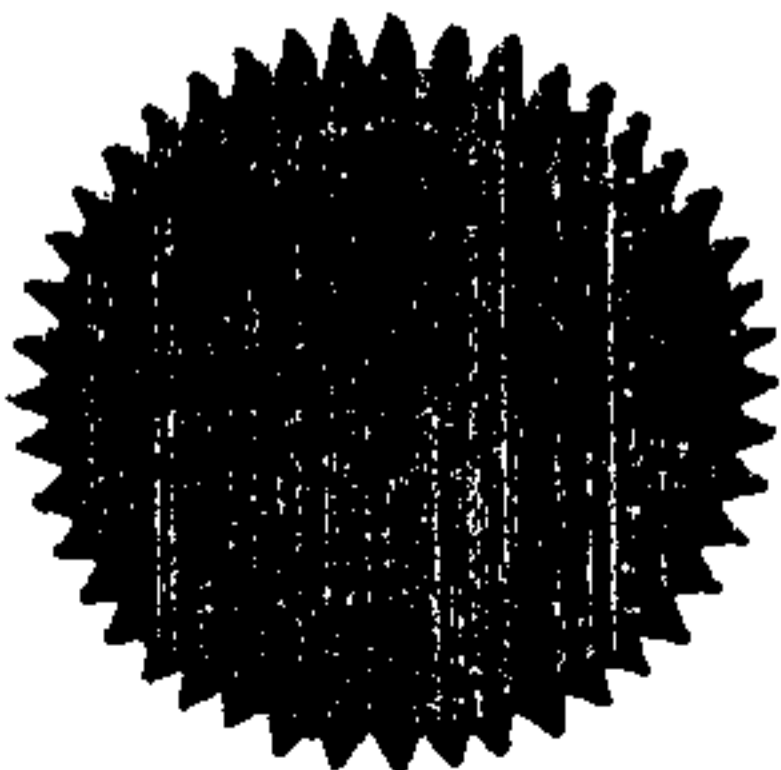
Thomas A. Snowden Jr.

Judge of Probate

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JUDGE OF PROBATE

10.00
3.00
13.00



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