

CERTIFICATE OF THIRD AMENDMENT
TO
AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP
OF
CSR, LTD.

Pursuant to Ala. Code § 10-9A-21 the undersigned general and limited partners of CSR, Ltd. (the "Partnership"), an Alabama limited partnership organized and existing pursuant to an Agreement and Certificate of Limited Partnership (the "Partnership Agreement") recorded in Book 29, page 891, in the Office of the Judge of Probate of Shelby County, Alabama, as amended by Certificate of First Amendment and Certificate of Second Amendment recorded in Book 044, page 35, and Book 045, page 489, respectively, in said office, do hereby certify and agree to the following additional amendment to the Partnership Agreement:

ARTICLE I

The name of the Partnership is: **CSR, LTD.**

ARTICLE II

The date of filing of the Partnership Agreement was March 11, 1986 and the two amendments thereto were filed on April 22, 1991 and November 4, 1991, respectively.

ARTICLE III

The 25% limited partnership interest in the partnership heretofore owned by Oman Phillips was purchased and redeemed by the Partnership effective March 1, 1992. Accordingly, Article VI of the Partnership Agreement is hereby amended effective as of March 1, 1992, to read as follows:

- VI. Interests of the Partners in the Partnership. The Partners' respective percentage interests in the Partnership are as follows:

General Partners:

James A. Woods	26-2/3 %
A. T. Scott	26-2/3 %


Limited Partners:


James A. Woods	6-2/3 %
A. T. Scott	6-2/3 %
Robert E. Perry	<u>33-1/3 %</u>

TOTAL	100%
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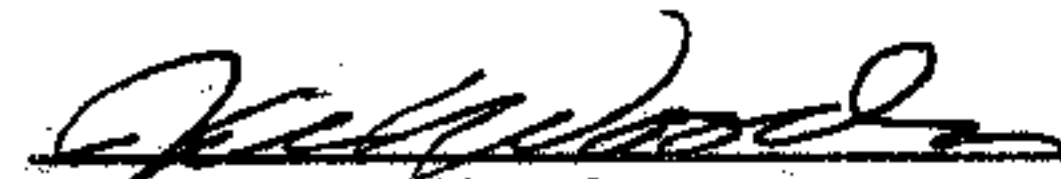
IN WITNESS WHEREOF, all of the partners of the Partnership have executed this Third Amendment as of March 1, 1992.

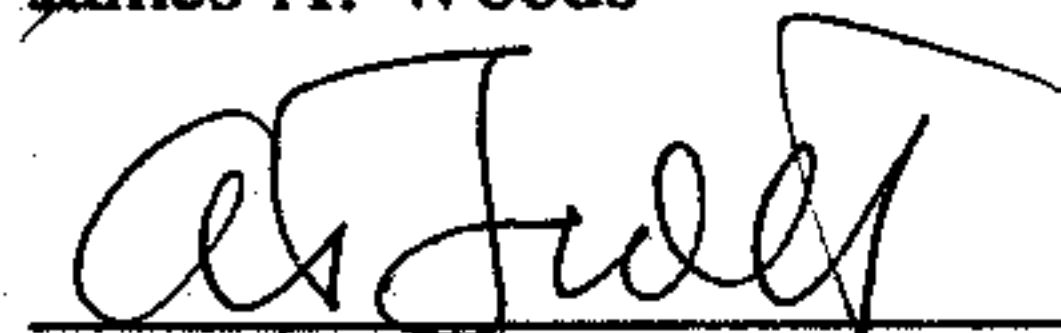
GENERAL PARTNERS:



James A. Woods


A. T. Scott

LIMITED PARTNERS:


James A. Woods


A. T. Scott


Robert E. Perry

04/25/1992-5828
10:59² AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 9.00