

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF BOONE RESOURCES, 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 **Boone Resources, Inc.**

SECOND: The following amendments to the Articles of Incorporation were adopted by the stockholders and directors of the Corporation on November 30, 1994 in the manner prescribed by the Alabama Business Corporation Act:

RESOLVED, by the directors and shareholders of the Corporation, that the Articles of Incorporation of the Corporation, and any prior amendments thereto, be amended as follows to, reduce the par value of the common stock of the Corporation from \$100 per share to \$1.00 per share:

1. Article V of the Articles of Incorporation is amended to read as follows:

"The aggregate number of shares of stock which the Corporation shall have authority to issue is 5,000 shares of common stock, par value \$1.00 per share (the "Common Stock")."

THIRD: The number of shares of the Corporation outstanding at the time of such adoption was 624 shares of common stock; and the number of shares entitled to vote thereon was 624 shares of common stock, which constitute the only class of capital stock of said Corporation.

Inst # 1994-36265

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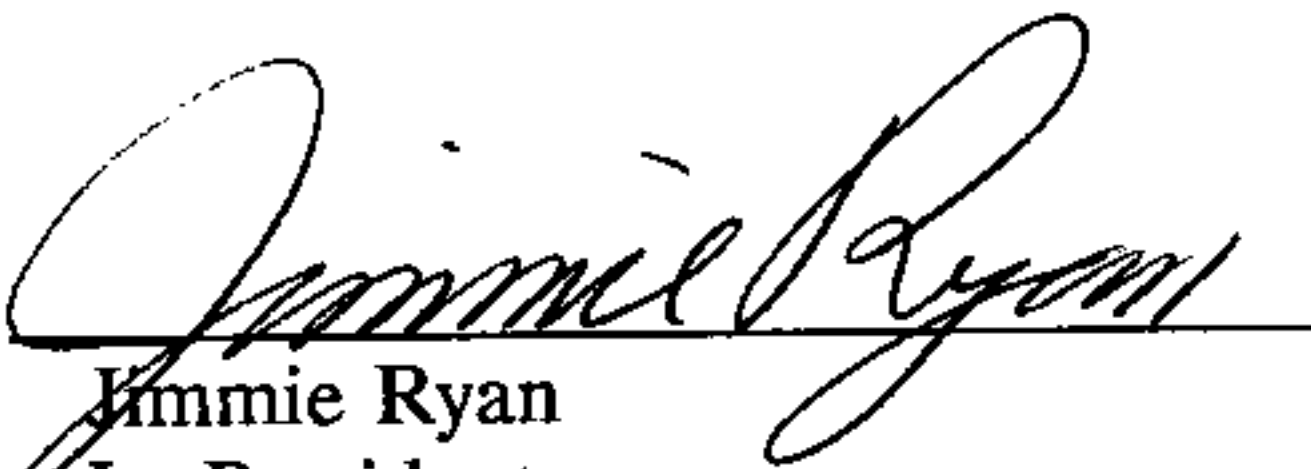
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FOURTH: The number of shares voted for said amendment was 624 shares of common stock and no shares were voted against said amendment.

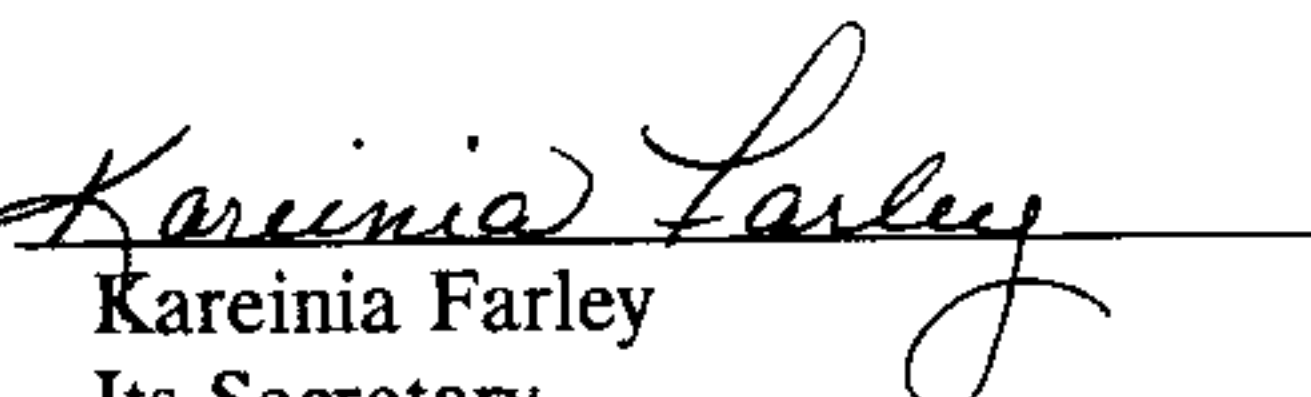
FIFTH: The stated capital of the Corporation is reduced by said amendment by the change in the par value of the shares of the common stock from \$100 per share to \$1.00 per share resulting in a reduction of \$ 100,000 in the stated capital of the Corporation. After the adoption of said amendment, the stated capital of the Corporation is \$1,000.00.

DATED: November 30, 1994.

BOONE RESOURCES, INC.

By: 
Jimmie Ryan
Its President

and

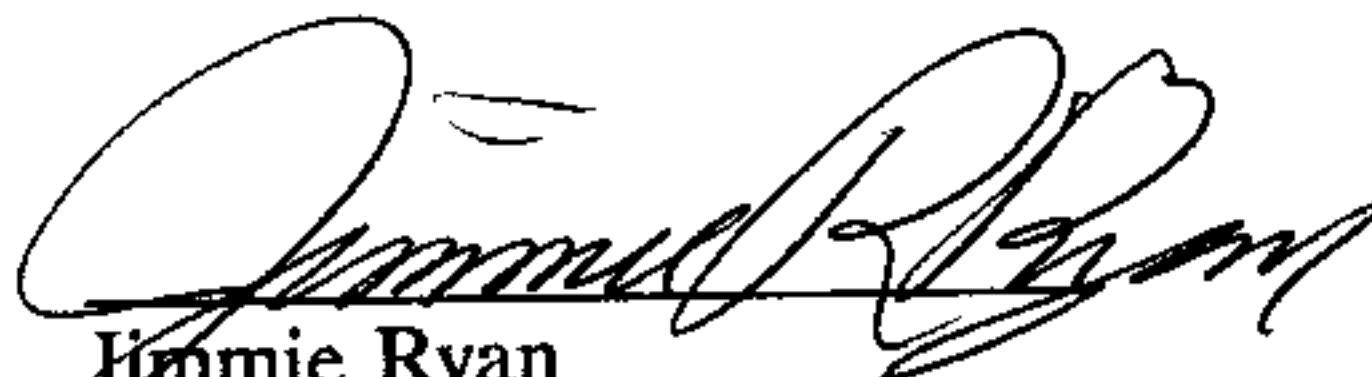
By: 
Kareinia Farley
Its Secretary

STATE OF ALABAMA)
JEFFERSON COUNTY)


VERIFICATION

Before me, the undersigned, a notary public in and for said county, in said state, personally appeared on this date Jimmie Ryan, who being by me first duly sworn, did depose and say as follows: (i) that affiant is President of Boone Resources, Inc., an Alabama corporation, named in the foregoing Articles of Amendment, (ii) that he, as such officer, is authorized and empowered to make this sworn verification and to cause the same to be executed, acknowledged and filed for record, and (iii) that he, as President of Boone

Resources, Inc., is familiar with the contents of the foregoing Articles of Amendment as the act and deed of said corporation, and the matters and things set forth in said Articles of Amendment are true and correct to the best of his information, knowledge and belief.


Jimmie Ryan
President

Sworn to and subscribed before me on this 30th day of November, 1994.


Notary Public
My Commission Expires 6-1-96

This instrument was prepared by:

✓ Bruce A. Rawls, Esquire
Burr & Forman
3000 SouthTrust Tower
420 20th Street North
Birmingham, Alabama 35203
(205) 458-5295

State of Alabama

SHELBY

County

CERTIFICATE OF AMENDMENT

OF

BOONE RESOURCES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of BOONE RESOURCES, INC., duly 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 BOONE RESOURCES, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT.

GIVEN Under My Hand and Official Seal on this the 9 day of

DECEMBER, 1994.

Thomas A. Snowden, Jr.

Judge of Probate

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