

STATE OF ALABAMA)
COUNTY OF SHELBY)

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
TACALA NORTH, INC.**

FIRST: The name of the corporation is **Tacala North, Inc.**

SECOND: Pursuant to the provisions of Section 10-2B-10.03 of the Alabama Business Corporation Act, the shareholders of the undersigned corporation, Tacala North, Inc.. (the "Corporation"), have adopted the following amendment to the corporation's Articles of Incorporation:

"ARTICLE SECOND is hereby deleted in its entirety and the following substituted therefor:

SECOND: The aggregate number of shares which the corporation shall have authority to issue is Four Thousand (4,000) shares of common stock of the par value of One Dollar (\$1.00) per share, which stock shall be divided into two (2) classes as follows: 2,900 shares of Class A common stock, and 1,100 shares of Class B common stock. The Class A common stock and Class B common stock shall be identical in all respects, except that the holders of Class B common stock shall have no voting power for any purpose whatsoever, and the holders of Class A common stock shall, to the exclusion of the holders of Class B common stock, have full voting power for all purposes; provided, however, that the foregoing denial of voting rights to the holders of Class B common stock shall not to any extent be inconsistent with the provisions of the Alabama Constitution and the Alabama Business Corporation Act, as either or both of which may be amended from time to time. No shares of Class A common stock or Class B common stock (including treasury shares of either class) in the corporation shall be issued without the consent of the holders of a majority of the Class A common stock then issued and outstanding."

THIRD: The Amendment set forth above was adopted on March 14, 1996, by the shareholders in the manner prescribed by law.

FOURTH: The designation, number of outstanding shares, number of votes entitled to be cast by each voting group, and the number of votes of each voting group indisputably represented in voting on the amendment were as follows:

- (a) Designation: Class A Common Stock
- (b) Number of outstanding shares: 800
- (c) Number of votes entitled to be cast by each voting group entitled to vote on the amendment (there being but one such voting group): 800
- (d) Number of votes indisputably represented in voting on the amendment: 800

FIFTH: The total number of votes cast for and against the amendment by each voting group entitled to vote (there being only one such voting group) on the amendment were as follows:

For: 800

Against: 0

DATED 3/14, 1996.

TACALA NORTH, INC.

By: 

Donald M. Ghareeb
Its President

This instrument prepared by:
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Inst # 1996-08772