

**AMENDMENTS TO THE ARTICLES****OF****PROGRESSIVE MOTORSPORTS, L.L.C.****An Alabama Limited Liability Company**

**Comes now**, the members of Progressive Motorsports, L.L.C., Donald F. Peace, Bruce W. Morrison and in compliance with and under the guidelines of Progressive Motorsports, L.L.C., do hereby amend the Original Operating Agreement of Progressive Motorsports, L.L.C., which is filed as of record with the Secretary of State, of the State of Alabama, on the first day of August, 1996, and;

**Whereas**, the Member or Holder, Donald F. Peace and Bruce W. Morrison, wish to admit an additional Member or Holder to said Company, that being Vera Peace, under the terms and conditions qualified in the Original Operating Agreement of Progressive Motorsports, L.L.C., and;

**Whereas**, the additional Member or Holder, Vera Peace, will have an equal one-third share of any and all assets, stocks, and/or proceeds currently owned by said Company or which are due to be received by said Company, and;

**Whereas**, it is hereby agreed by the existing Members or Holders, Donald F. Peace and Bruce W. Morrison, that any and all other requirements regarding additional membership to the existing Company are hereby waived as in compliance with Article 3. 3.03 (d), (e) of the Original Operating Agreement of Progressive Motorsports, L.L.C. and;

**Whereas**, it is agreed upon by the Member or Holder, Donald F. Peace and Bruce W. Morrison, that any and all cost, expenses and/or fees associated with this Amendment to said Articles regarding this additional membership to the Company have been paid in full and no reimbursement is required between the existing Members, and;

**Therefore**, it is agreed upon between the Member or Holder, Donald F. Peace and Bruce W. Morrison, that Vera Peace be qualified as an additional Member or Holder to Progressive Motorsports, L.L.C., sharing any and all privileges with existing Members of said Company on a one-third pro-rata basis.

06/06/1997-17836  
12:26 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
002 SNA 15.00

Done this 6<sup>th</sup> day of June, 1997.

Jerry L. Anderson  
WITNESS

MEMBERS:

Donald F. Peace  
DONALD F. PEACE

Jerry L. Anderson  
WITNESS

Bruce W. Morrison  
BRUCE W. MORRISON

MY COMMISSION EXPIRES 10-24-99

Inst # 1997-17836

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1016 9th Ave  
Pleasant Grove AL  
35227