

STATE OF ALABAMA)
SHELBY COUNTY)

**FIRST AMENDMENT
TO THE ARTICLES OF ORGANIZATION
OF
TOURING GOLFERS & AMATEURS, L.L.C.**

THIS FIRST AMENDMENT to the articles of organization of Touring Golfers & Amateurs, L.L.C. (the "First Certificate") is made and entered into this by Charles D. Jones, the Sole Member of the Company.

W I T N E S S E T H:

WHEREAS, the Member desires to amend the Articles of Organization of Touring Golfers & Amateurs, L.L.C. (the "Company") in order to identify changes in Membership, registered agent and address of the Company;

NOW, THEREFORE, pursuant to Article XII of the Operating Agreement of the Company, the undersigned do hereby certify as follows:

1. The name of the Company is Touring Golfers & Amateurs, L.L.C.
2. The Company was formed on September 6, 1995, upon the filing of the Articles of Organization with the Office of the Judge of Probate of Shelby County, Alabama, which is recorded as Instrument No. 1995-24543 in said office.
3. The Articles of Organization of the Company is hereby amended in the following respects:
 - (a) The Articles of Organization shall be amended by deleting Article III in its entirety therefrom, and substituting in lieu thereof the following:

ARTICLE III

The mailing address of the registered office of the Company is **1592 Gadsden Highway, Birmingham AL 35235**, and the name of the registered agent at such address is **Charles D. Jones**.

- (b) The Articles of Organization shall be amended by deleting Article IV in its entirety therefrom, and substituting in lieu thereof the following:

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ARTICLE IV

The name and address of the Member of the Company is:

NAME

ADDRESS

Charles D. Jones

**3416 Cedar Crest Circle
Birmingham AL 35216**

- (b) The Articles of Organization shall be amended by deleting Article VII in its entirety therefrom, and substituting in lieu thereof the following:

ARTICLE VII

The Company is to be managed by its sole Member. The name and mailing address of the manager, who shall serve at the pleasure of the Member of the Company are:

NAME

ADDRESS

Charles D. Jones

**3416 Cedar Crest Circle
Birmingham AL 35216**

4. Except as herein and hereby amended, modified or changed, all items and provisions of the Company's Articles of Organization shall continue in full force and effect according to the terms thereof. However, wherever the terms Members and/or Managers occur in the original Articles, the singular shall apply.

IN WITNESS WHEREOF, the undersigned have executed this First Certificate on this 29th day of January, 1998.



Charles D. Jones, Member

THIS INSTRUMENT PREPARED BY:
BEALS & ASSOCIATES, P.C.
Attorneys at Law
200 Cahaba Park South, Ste. 104
Birmingham Al 35242

Inst # 1998-09238

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