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**ARTICLES OF AMENDMENT**

**to the**

**ARTICLES OF INCORPORATION**

**of**

**MITCHELL INVESTMENT COMPANY, INC.**

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Pursuant to, and with the effect provided in, Sections 10-2B-10.02 to 10.06 of the Code of Alabama, 1975, as amended (the "Code"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is "Mitchell Investment Company, Inc." (the "Corporation").

SECOND: The following amendment to the Corporation's Articles of Incorporation was adopted in the manner provided by the Code by the Corporation's sole shareholder, as of November 1, 2000:

ARTICLE I of the Corporation's Articles of Incorporation is hereby deleted in its entirety and the following is substituted therefor:

**"ARTICLE I**

**Name**

1.1 The name of the Corporation shall be "Mitchell Industries, Inc."

THIRD: The Corporation had 1,000 shares of \$.01 par value common stock issued and outstanding at the time of the adoption of this amendment. All 1,000 shares of common stock issued and outstanding voted to approve, and no shares voted against or abstained from voting on the foregoing amendments.


**Inst # 2000-44691**

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**12/27/2000-44691  
08:13 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 MMB 35.00**

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to the Corporation's Articles of Incorporation to be executed in its name and on its behalf as of November 1, 2000.

MITCHELL INVESTMENT COMPANY, INC.

  
\_\_\_\_\_  
Guy K. Mitchell, Jr.  
Its President

THIS INSTRUMENT PREPARED BY:

Gregory S. Curran  
Maynard, Cooper & Gale, P.C.  
1901 Sixth Avenue North  
2400 AmSouth/Harbert Plaza  
Birmingham, Alabama 35203

# STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Mitchell Industries, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Stacey Sessions, 1901 6th Avenue N Ste 2400, Birmingham, AL 35203 for a period of one hundred twenty days beginning December 4, 2000 and expiring April 4, 2001.



**In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.**

December 4, 2000

Date

Jim Bennett

Secretary of State

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