

**FIRST AMENDMENT TO
ARTICLES OF ORGANIZATION OF
III RIVERCHASE, LLC**

TO THE HONORABLE JUDGE OF PROBATE, SHELBY COUNTY, ALABAMA

Pursuant to the provisions of the Code of Alabama, Section 10-12-11 (1999), III Riverchase, LLC (the "Company") hereby adopts the following First Amendment to its Articles of Organization:

1. The name of the Company is III Riverchase LLC.
2. The original Articles of Organization of the company were filed in the Probate Office of Shelby County, Alabama on November 9, 2001 in Instrument Number 2001-48798.
3. The amendment so adopted is as follows: Article 1 of the original Articles of Organization is hereby amended by deleting such Article 1 in its entirety and substituting the following in lieu thereof:

New Article 1. The name of the Limited Liability Company is III Riverchase, LLC.

4. Except as hereinabove amended, the original Articles of Organization of the Company are continued in full force and effect.

IN WITNESS WHEREOF, the undersigned, as authorized Member of the Company, has executed this First Amendment to Articles of Organization of III Riverchase, LLC on this the 12 day of November, 2001.

III RIVERCHASE LLC

By: _____

Edgar M. Stover, Authorized Member

Inst # 2001-50139

11/20/2001-50139
08:45 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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