

***Articles of Amendment to Articles of Organization***

for

Clifton & Associates, L.L.C.

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned hereby adopts the following Articles of Organization:

***Article I***

The name of the Limited Liability Company is:

*Clifton & Associates, L.L.C.*

**Article II**

The following amendment was adopted in the manner provided for by the Alabama Limited Liability Act:

**Duration**

The Duration of the Limited Liability Company is perpetual.

***Article III***

**Purposes**

The Limited Liability Company has been organized for the following purposes:

Professional services and any and all other lawful purposes.

*Article IV*

Registered Office/Agent

The location and mailing address of the registered office shall be 12585 Old Highway 280, Suite 103, Chelsea, AL 35043 and its registered agent at that office shall be Jeffrey J. Clifton.

*Article V*

Initial Member(s)/Organizer

The names and addresses of the initial member(s) and organizer is:

✓ Jeffrey J. Clifton                      5222 Greystone Way                      Birmingham, AL 35242

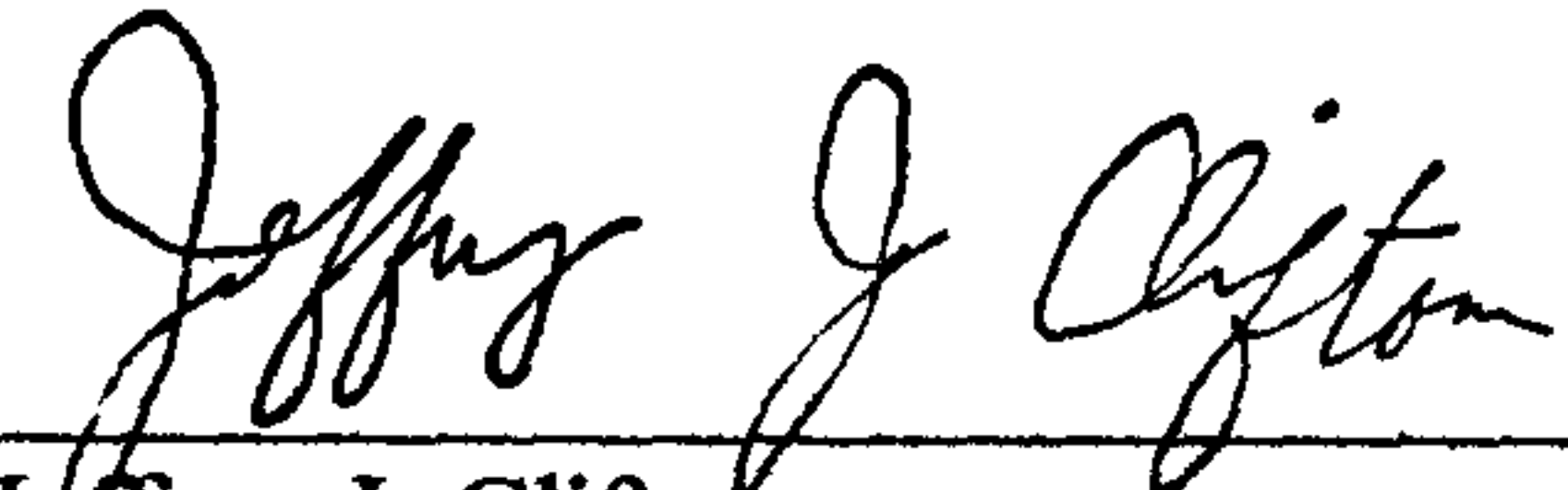
*Article VI*

Manager(s)

If the Limited Liability Company is to be managed by one or more managers, list the names and addresses of the managers who are to serve until the first annual meeting of the members or until their successors are elected and qualified.

Jeffrey J. Clifton                      5222 Greystone Way                      Birmingham, AL 35242

**IN WITNESS THEREOF**, the undersigned incorporator has executed this Amendment to Articles of Organization, on this, the 22<sup>nd</sup> day of July, 2002.

  
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Jeffrey J. Clifton