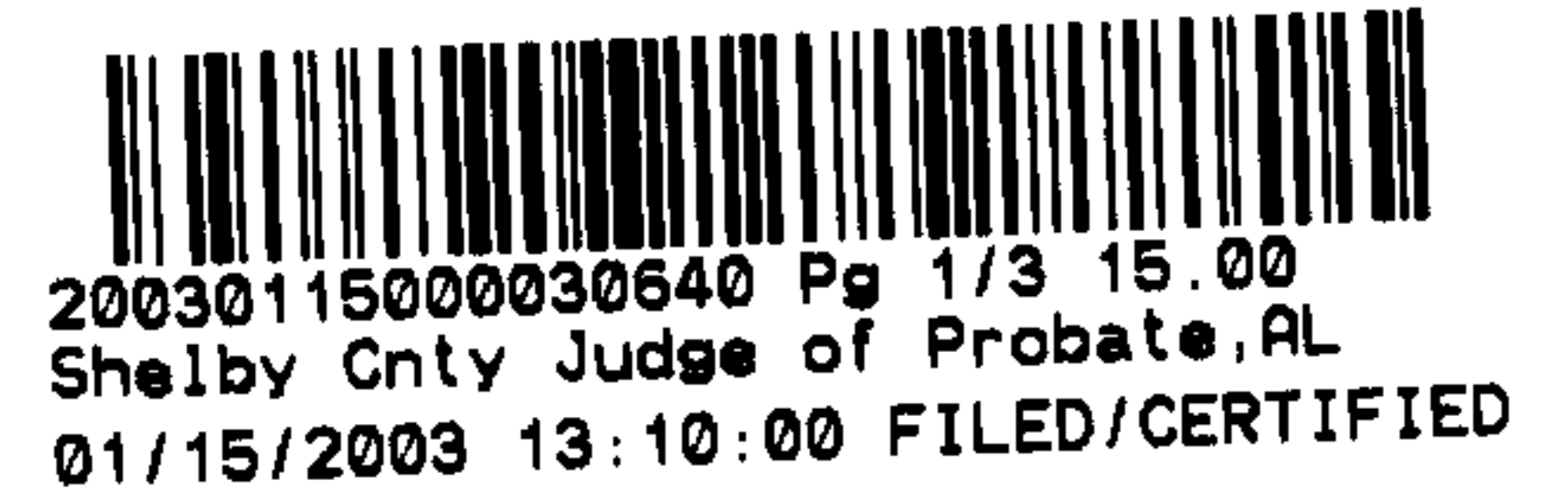


**FIRST AMENDMENT TO ARTICLES OF ORGANIZATION
OF
DANIEL EQUITY COMPANY, LLC**



THIS FIRST AMENDMENT TO ARTICLES OF ORGANIZATION OF DANIEL EQUITY COMPANY, LLC (this "First Amendment") is made and entered into as of the 27th day of December, 2002 by and between T. Charles Tickle ("Tickle") and Allan D. Worthington ("Worthington").

RECITALS:

Tickle and Worthington are the sole members of Daniel Equity Company, LLC, an Alabama limited liability company (the "Company"), which has been organized pursuant to Articles of Organization dated as of December 30, 1997 and recorded as Instrument No. 1998-00802 in the Office of the Judge of Probate of Shelby County, Alabama (the "Articles").

Tickle and Worthington desire to change the name of the limited liability company to Daniel Equity Company, LLC.

Tickle and Worthington desire to appoint Daniel Realty Corporation, an Alabama corporation ("DRC"), as manager of the Company.

Tickle and Worthington desire to amend the Articles in order to reflect the name change to Daniel Equity Company, LLC and to reflect that DRC is the manager of the Company.

NOW THEREFORE, in consideration of the premises and mutual promises, covenants and agreements hereinafter set forth, the parties do hereby certify as follows:

1. Name of Limited Liability Company. The name of the limited liability company is Daniel Equity Company, LLC (the "Company").

2. Date of Filing of Articles of Organization. The Company was formed as an Alabama limited liability company pursuant to the Articles of Organization dated as of December 30, 1997 and recorded as Instrument No. 1998-00802 in the Office of the Judge of Probate of Shelby County, Alabama (the "Articles").

3. Amendment to Section 8 of the Articles. Effective as of December 27, 2002, Section 8 of the Articles is deleted in its entirety and replaced with the following:

8. Management of the Company shall be vested in Daniel Realty Corporation, an Alabama corporation (the "Manager"). The address of the Manager is 3595 Grandview Parkway, Suite 400, Birmingham, Alabama 35243.

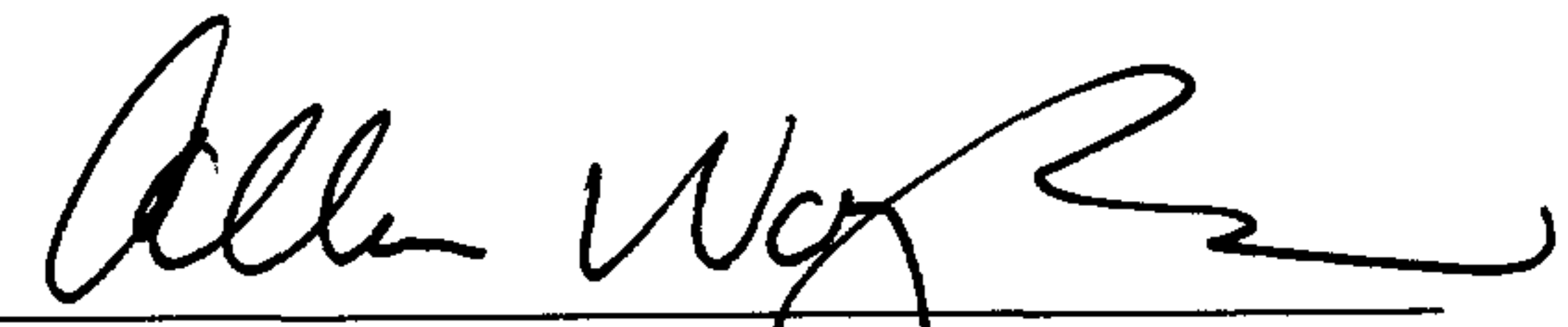
4. Full Force and Effect. Except as expressly modified and amended herein, all of the terms and provisions of the Articles shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, acting as the members of the Company in accordance with the Alabama Limited Liability Company Act, have executed this First Amendment the day and year first above written, and by execution hereof, do hereby affirm that the statements made herein are true under the penalties of perjury.

MEMBERS:



T. CHARLES TICKLE



ALLAN D. WORTHINGTON

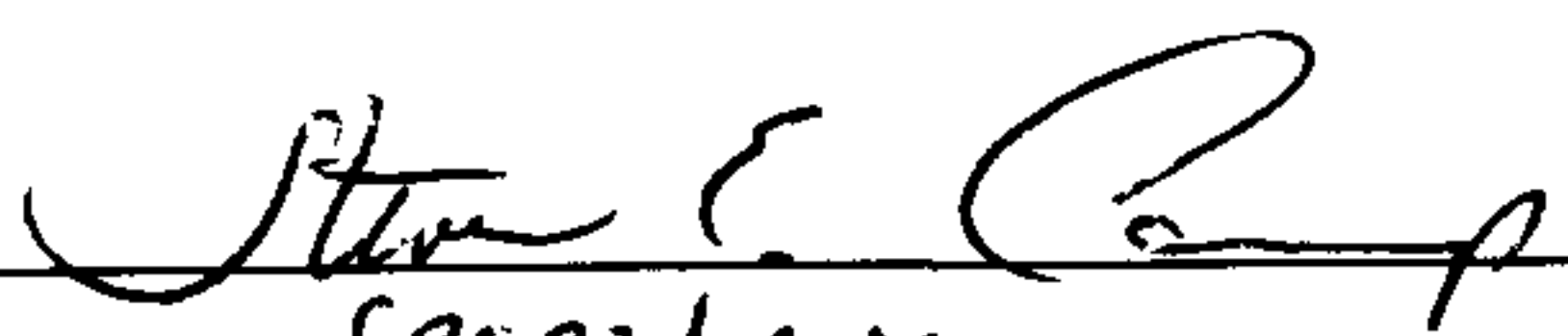
CONSENT OF MANAGER

20030115000030640 Pg 3/3 15.00
Shelby Cnty Judge of Probate, AL
01/15/2003 13:10:00 FILED/CERTIFIED

Daniel Realty Corporation, an Alabama corporation, hereby joins in the execution of the First Amendment to Articles of Organization of Daniel Equity Company, LLC and does hereby consent to its appointment as Manager of the Company.

Dated as of the 27th day of December, 2002.

DANIEL REALTY CORPORATION, an
Alabama corporation

By: 
Its: Secretary