

**AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
ALABAMA LAWYERS CREDIT ASSOCIATION, LLC**

Alabama Lawyers Credit Association, LLC, a limited liability company duly organized under the laws of the State of Alabama upon the filing of its Articles of Organization with the Judge of Probate of Shelby County, Alabama on April 4, 2002, does hereby file this Amendment with the Judge of Probate of said County as of the date set forth below:

ARTICLE VI of the Articles of Organization shall be amended to read as follows:

ARTICLE VI

The sole Managing Members is: Loyd Skidmore, an individual. Daniels Capital Corporation, an Alabama corporation, and Consumers Benefits Group, Inc., a Georgia corporation, have withdrawn as Managing Members. Consumers Benefits Group, Inc. continues as a Special Member. Additional Special Members as of the date of this Amendment are: Red Clay Capital Corporation, a Delaware corporation; Charles Young, an individual; Clarence Don Russell, an individual; and Edward B. Everett, III, an individual.

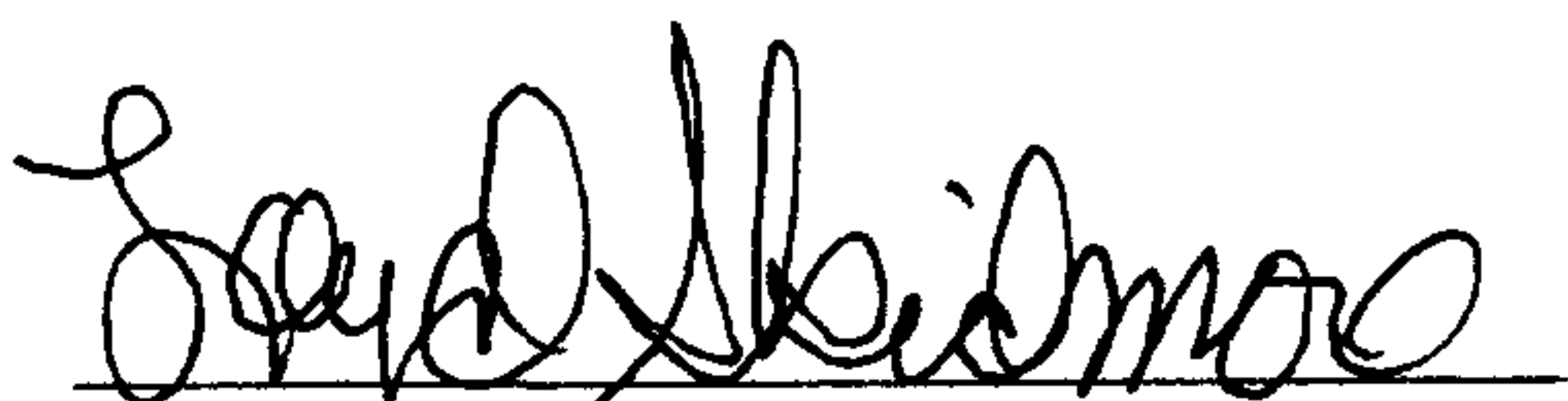
ARTICLE VIII of the Articles of Organization shall be amended to read as follows:

ARTICLE VIII

The Registered Office of the Company in the State of Alabama, and the Registered Agent at such office, are as follows:

CT Corporation
2000 Interstate Parkway Drive; Suite 204
Montgomery, Alabama 36109

In witness whereof, the undersigned has executed this Amendment to the Articles of Organization of Alabama Lawyers Credit Association, LLC as of the 31st day of March, 2003.


Loyd Skidmore; Managing Member
and Original Organizer