

FILED IN OFFICE

DEC 31 2007

SECRETARY OF STATE

CERTIFICATE OF MERGER

OF

G. B. S. DEVELOPMENT COMPANY, L.L.C.
(AN ALABAMA LIMITED LIABILITY COMPANY)

INTO

BW LEASING COMPANY, L.L.C.
(AN ALABAMA LIMITED LIABILITY COMPANY)

Pursuant to the Alabama Business Entities Conversion and Merger Act, the undersigned LLC adopts the following Certificate of Merger:

FIRST: G. B. S. DEVELOPMENT COMPANY, L.L.C., an Alabama limited liability company ("GBS"), organized by filing Articles of Organization in the Probate Office of Shelby County, Alabama on or about the 11th day of July 1997, is merging into BW LEASING COMPANY, L.L.C., an Alabama limited liability company, organized by filing Articles of Organization in the Probate Office of Shelby County, Alabama, on or about the 26th day of November, 1997, (the "Company").

SECOND: A plan of merger has been executed and approved by GBS (which approval was by unanimous consent of all members) and the Company (which approval was by unanimous consent of all members), which are all of the parties that are to merge. A copy of the aforementioned plan of merger is attached hereto as Exhibit A.

THIRD: All members of the GBS have consented in writing to the conversion.

FOURTH: The name of the surviving and resulting entity is BW LEASING COMPANY, L.L.C.

FIFTH: The plan of merger is on file at the place of business of the Company, which is 2200 Riverchase Center, Suite 608, Birmingham, AL 35244.

SIXTH: A copy of the agreement and plan of merger will be furnished by the LLC,

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on request and without cost, to any member, share-holder or other person holding an interest in GBS or the Company.

SEVENTH: The effective date of this merger shall be December 31, 2007.

IN WITNESS WHEREOF, the undersigned parties have caused this Certificate of Merger to be executed on this the 20TH day of December, 2007.

BW LEASING COMPANY, L.L.C.

By: Ken Bush
Ken Bush
Its: Member

By: Bob Darty
Bob Darty
Its: Member

G. B. S. DEVELOPMENT COMPANY, L.L.C.

By: Ken Bush
Ken Bush
Its: Member

By: Bob Darty
Bob Darty
Its: Member



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Shelby Cnty Judge of Probate, AL
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EXHIBIT "A"

PLAN OF MERGER

OF

G. B. S. DEVELOPMENT COMPANY, L.L.C.
(AN ALABAMA LIMITED LIABILITY COMPANY)

INTO

BW LEASING COMPANY, L.L.C.
(AN ALABAMA LIMITED LIABILITY COMPANY)

THIS PLAN OF MERGER entered into by and between **G. B. S. DEVELOPMENT COMPANY, L.L.C.**, an Alabama limited liability company ("GBS"), and **BW LEASING COMPANY, L.L.C.**, an Alabama limited liability company (the "Company"), located at 2200 Riverchase Center, Suite 608, Birmingham, AL 35244.

WITNESSETH:

WHEREAS, it has been proposed that the GBS shall merge with and into the Company, whereby the Company will be the entity surviving the merger, pursuant to Section 10-15-4 et seq., of the Alabama Business Entities Conversion and Merger Act; and

WHEREAS, the members of the Company and the members of the GBS deem it advisable and to the advantage, welfare and best interest of said entities and their respective members, as the case may be, to merge the GBS with and into the Company pursuant to the provisions of Section 10-15-4 et seq., of the Alabama Business Entities Conversion and Merger Act, and upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements of the parties, being duly approved by a resolution unanimously adopted by the members of the Company, and duly approved by a resolution unanimously adopted by the members of the GBS, this Plan of Merger and the terms and conditions hereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth herein, are hereby determined and agreed upon as hereinafter set forth.

1. As of the Effective Date (hereinafter defined), GBS shall, pursuant to the provisions of Section 10-15-4 et seq., of the Alabama Business Entities Conversion and Merger Act, be merged with and into the Company; the separate organizational existence of GBS shall thereupon cease; and the Company shall be the entity surviving the merger and shall continue to exist as an Alabama limited liability company under the Alabama Limited Liability Company Act (the "Merger"). The Company shall hereinafter sometimes be referred to as the "Surviving Entity." At the Effective Date, the Surviving Entity shall thereupon and thereafter possess all the

rights, privileges, powers and franchises, of a public as well as of a private nature, of the Company and the GBS (collectively referred to as the "Constituent Entities").

2. After the execution of this Plan of Merger, the Surviving Entity will submit the Certificate of Merger ("Certificate of Merger") to the Secretary of State of Alabama, in accordance with Section 10-15-4(e)(1) of the Alabama Business Entities Conversion and Merger Act.

3. The Certificate of Merger shall be filed with the Secretary of State of Alabama at any time after the date hereof and shall be and become effective in accordance with the provisions of the Certificate of Merger, that being the 31st day of December, 2007, (the "Effective Date").

4. The Articles of Organization of the Company, as in effect immediately prior to the Effective Date, shall be the Articles of Organization of the Surviving Entity without change or amendment until further amended in the manner prescribed by the Alabama Limited Liability Company Act, or as otherwise stated under the provisions of the Articles of Organization the Surviving Entity.

5. The Operating Agreement of the Company, as in effect immediately prior to the Effective Date, shall be the Operating Agreement of the Surviving Entity and shall continue in full force and effect until amended, changed or repealed in the manner prescribed by the Alabama Limited Liability Company Act or as otherwise provided under the provisions of the Articles of Organization and/or Operating Agreement of the Surviving Entity.

6. Immediately after the Effective Date, the manager(s) of the Company, if any, immediately prior to the Effective Date will be the manager(s) of the Surviving Company in each case until their successors are named.

7. The manner and basis of converting the membership interest or "Units" of the GBS into membership interest or "Units" of the Surviving Entity and the mode of carrying the merger into effect are as follows:

All members of GBS are also all of the members of the Company. The interests held and maintained by each member of GBS will cease to exist as of the Effective Date and thereafter, each member's interest in the Company in effect immediately prior to the Effective Date will be maintained as each members' interests in the Surviving Entity after the merger contemplated under the provisions hereof or until otherwise changed at a later date.

IN WITNESS WHEREOF, the parties have caused this Plan of Merger to be executed on this the 28th day of December, 2007 by their respective officers and manager.

BW LEASING COMPANY, L.L.C.


By: Ken Bush
Ken Bush
Its: Member

By: Bob Darty
Bob Darty
Its: Member

G. B. S. DEVELOPMENT COMPANY, L.L.C.

By: Ken Bush
Ken Bush
Its: Member

By: Bob Darty
Bob Darty
Its: Member


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I hereby certify that this is a

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CLERK OF THE COURT

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I hereby certify that this is a true and complete
copy of the document filed in this office on:

Dec. 31, 2007 (Date Filed)

Boo Chapman
SECRETARY OF STATE

STATE OF ALABAMA

Jan. 2, 2008
DATE