

ARTICLES OF AMENDMENT

to the

ARTICLES OF ORGANIZATION

of

PELL CITY CB, LLC

Pursuant to the Alabama Limited Liability Company Act ("Act"), the undersigned acting as organizer of PELL CITY CB, LLC, an Alabama limited liability company ("Company") hereby adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The name of the Company currently is PELL CITY CB, LLC.

SECOND: The Articles of Organization of the Company were filed with the Office of the Judge of Probate of Shelby County, Alabama on March 27, 2008.

THIRD: The following amendment to the Articles of Incorporation was adopted on the 24th day of April, 2008, in the manner prescribed by the Alabama Limited Liability Company Act:

The Articles of Organization are hereby amended to delete Article VI and replace it with the following:

ARTICLE VI
MANAGER

The Company shall be managed by its Manager. The name and address of the Manager who is to serve until the first annual meeting of the Members or until its successor is elected and qualified:

Name	Address
John Mehren	P.O. Box 81777 San Diego, CA 92138

FOURTH: The sole member of the Company has authorized the execution of this amendment.

IN WITNESS WHEREOF, the Company by and through its duly authorized Organizer has caused this instrument to be executed on the 24th day of April, 2008.

"COMPANY:"

PELL CITY CB, LLC

By: _____

Jeffrey N. Senkbeil, Organizer

