

STATE OF ALABAMA       )  
COUNTY OF SHELBY     )

**SECOND AMENDMENT TO ARTICLES OF ORGANIZATION OF  
WAYNE DAVIS CONSTRUCTION, LLC**

The undersigned, acting as the only members and managers of Wayne Davis Construction, LLC, an Alabama Limited Liability Company, (the "Company"), formed pursuant to the Alabama Limited Liability Company Act, (the "Act"), hereby adopt the following Amendment to the Articles of Organization of the Company, thereby amending the original Articles of Organization of the Company, as follows:

**Recitals**

WHEREAS, Wayne Davis Construction, LLC was organized pursuant to the Alabama Limited Liability Company Act, by filing the Articles of Organization with the Probate Judge of Shelby County, Alabama, on February 26, 2004, at Instrument No. 20040226000098640; and

WHEREAS, on the 23rd day of March, 2007, Cheryl B. Davis, Brad Wayne Davis and Phillip Todd Davis, as remaining members of the Company and/or the next-of-kin of Phillip Wayne Davis, deceased, did convey the membership interest of Philip Wayne Davis to Brad Wayne Davis and Cheryl B. Davis, in full compliance with the Operating Agreement of the Company; and

WHEREAS, on March 26, 2007, the members and managers of the Company filed the first Amendment to Articles of Organization of the Company with the Probate Judge of Shelby County, Alabama, same being recorded at Instrument Number 20070326000133920; and

WHEREAS, on the 12<sup>th</sup> day of August, 2008, Cheryl B. Davis and Brad Wayne Davis did sell, transfer and convey a portion of their membership interest in the Company to Phillip Todd Davis; and

WHEREAS, pursuant to the Alabama Limited Liability Company Act, it is now necessary to amend the Articles of Organization of Wayne Davis Construction, LLC;

NOW, THEREFORE, in compliance with the Alabama Limited Liability Company Act, the undersigned do hereby amend the Articles of Organization of Wayne Davis Construction, LLC, as follows:

**First Amendment**  
**(ARTICLE FIVE)**

ARTICLE FIVE of the Articles of Organization of the Company is hereby amended by striking the language of ARTICLE FIVE of the Articles of Organization of the Company, and replacing same with the following language:

The names and mailing addresses of the Members of the Limited Liability Company are:

Brad Wayne Davis  
13523 Highway 17  
Montevallo, Alabama 35115

Phillip Todd Davis  
13523 Highway 17  
Montevallo, AL 35115

Cheryl B. Davis  
210 Cedar Way  
Montevallo, Alabama 35115

**Second Amendment**  
**(ARTICLE EIGHT)**

ARTICLE EIGHT of the Articles of Organization of the Company is hereby amended by striking the language of ARTICLE EIGHT as contained within the Articles or Organization, and same is replaced with the following language:

The Company is to be managed by one or more Managers. The names and mailing addresses of the Managers, who shall serve until their successor or successors are duly elected, are:

Brad Wayne Davis  
13523 Highway 17  
Montevallo, Alabama 35115

Phillip Todd Davis  
13523 Highway 17  
Montevallo, AL 35115

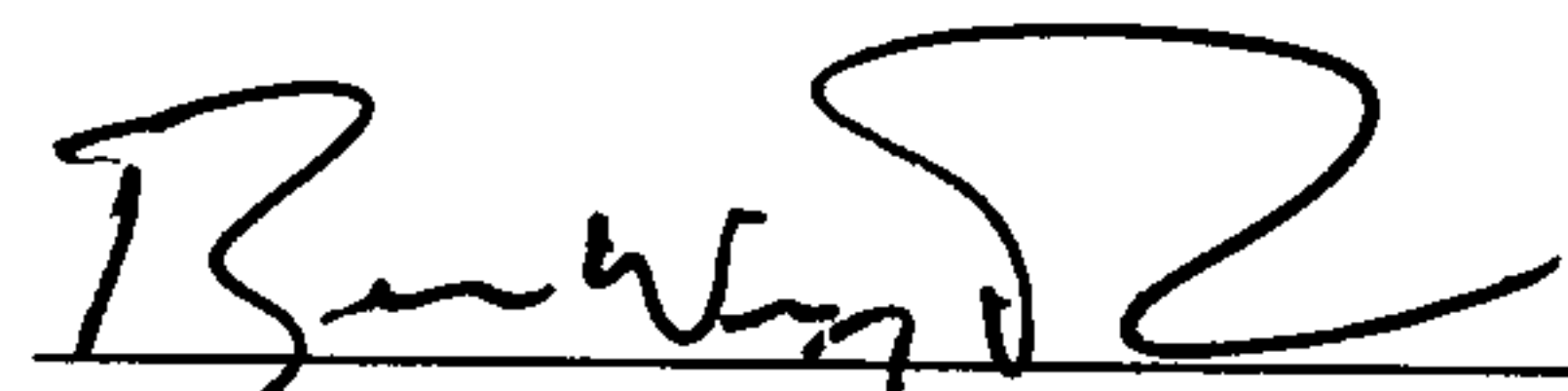
**Third Amendment**  
**(ARTICLE TEN)**


ARTICLE TEN is hereby deleted in its entirety, and, henceforth, shall constitute nullity.

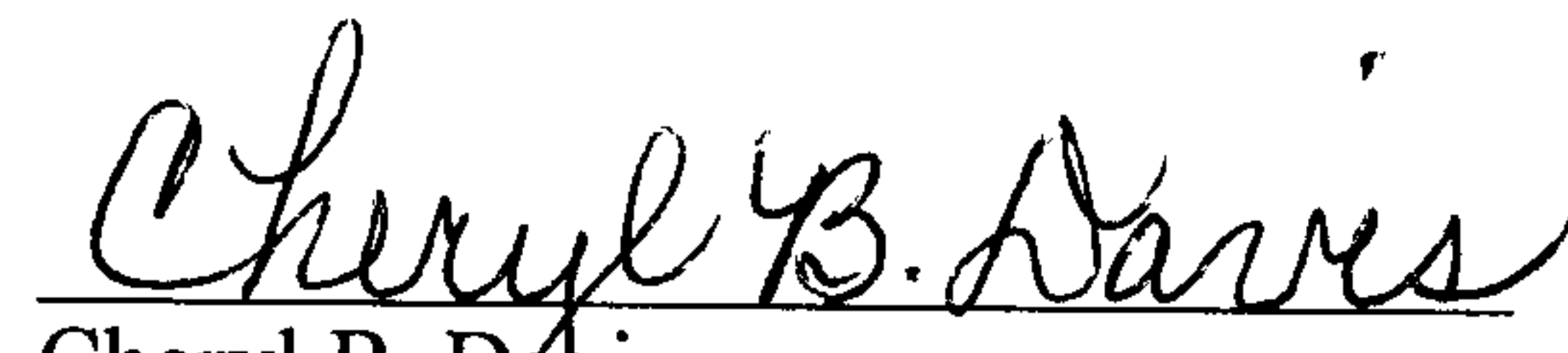
**Ratification**

Except as hereinabove amended, the Articles of Organization, originally filed with the Probate Office of Shelby County, Alabama, and the First Amendment thereto shall remain in full force and effect.

IN WITNESS WHEREOF, these amended Articles or Organization have been executed on this 12<sup>th</sup> day of August, 2008.

  
Brad Wayne Davis  
Member/Manager

  
Phillip Todd Davis  
Member/Manager

  
Cheryl B. Davis  
Member

Instrument prepared by:  
*Mitchell A. Spears*  
*Attorney at Law*  
*P.O. Box 119*  
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