

**FIRST AMENDMENT TO  
FIRST AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF GREYSTONE HOLDINGS, LLC**

THIS FIRST AMENDMENT TO FIRST AMENDED AND RESTATED ARTICLES OF ORGANIZATION (this "Amendment") is made and entered into as of the 13<sup>th</sup> day of November, 2009 by GREYSTONE DEVELOPMENT COMPANY, LLC, an Alabama limited liability company ("GDC").

**R E C I T A L S :**

Greystone Holdings, LLC (the "Company") was organized as an Alabama limited liability company pursuant to Articles of Organization dated November 11, 2002 and recorded on November 12, 2002 as Instrument 200215/3313 in the Office of the Judge of Probate of Jefferson County, Alabama, as amended and restated by First Amended and Restated Articles of Organization dated April 30, 2003 (but effective as of December 30, 2002) and recorded as Instrument 200308/2367 in the Office of the Judge of Probate of Jefferson County, Alabama.

Daniel Realty Company, LLC, an Alabama limited liability company, as successor by conversion to Daniel Realty Company, Alabama general partnership ("Daniel"), was the original member of the Company.

Daniel has heretofore assigned its one hundred percent (100%) membership interest in the Company to Daniel Investment Partners, LLC, a Delaware limited liability company ("DIP").

Pursuant to Assignment of Membership Interest Agreement dated August 20, 2009, DIP assigned its one hundred percent (100%) membership interest in the Company to GDC.

GDC, as the sole member of the Company, hereby adopts and files this First Amendment to First Amended and Restated Articles of Organization of Greystone Holdings, LLC:

1. The name of the limited liability company is Greystone Holdings, LLC (the "Company").

2. The original Articles of Organization of the Company dated November 11, 2002 (the "Original Articles") were recorded on November 12, 2002 as Instrument 200215/3313 in the Office of the Judge of Probate of Jefferson County, Alabama. The Original Articles have been amended and restated in their entirety by First Amended and Restated Articles of Organization dated April 30, 2003 (but effective as of December 30, 2002) (the "Restated Articles") and recorded as Instrument 200308/2367 in the Office of the Judge of Probate of Jefferson County, Alabama.

3. Paragraph 6 of the Restated Articles is deleted in its entirety and the following is substituted in lieu thereof:


“6. The name and mailing address of the sole member of the Company are Greystone Development Company, LLC, an Alabama limited liability company, and 3660 Grandview Parkway, Suite 100, Birmingham, Alabama 35243.”

4. This Amendment has been executed by GDC, the sole member of the Company.

IN WITNESS WHEREOF, the undersigned, as the sole member of the Company, has caused its duly authorized representative to execute this Amendment as of the day and year first above written.

**GREYSTONE DEVELOPMENT COMPANY, LLC,**  
an Alabama limited liability company

By: DANIEL REALTY CORPORATION, an Alabama  
corporation, Its Manager

By:   
Its: Vice President

This instrument prepared by:  
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