

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY GUIDELINES ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

INSTRUCTIONS

STEP 1: WITHIN 30 DAYS OF A NAME CHANGE, FALSE OR ERRONEOUS STATEMENT IN THE ARTICLES OF ORGANIZATION, CHANGE IN THE PERIOD OF DURATION, OR A CHANGE IN ANY STATEMENT IN THE ARTICLES OF ORGANIZATION, AN AMENDMENT SHOULD BE FILED TO REFLECT THE OCCURRENCE OF THE EVENT(S).

STEP 2: FILE THE ORIGINAL AND TWO COPIES IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF ORGANIZATION ARE FILED. THE SECRETARY OF STATE'S FILING FEE IS \$0. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY THE PROBATE FILING FEE.

PURSUANT TO 10-12-11 OF THE ALABAMA LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT:

Article I The name of the limited liability company:
DE CARLO PROPERTIES, LLC

Article II The date of filing of the articles of organization: 6-14-2002

Article III The following amendment was adopted in the manner provided for by the Alabama Limited Liability Act:
A.) REMOVE MEMBER DANA M. DE CARLO
B.) CHANGE NATURE OF BUSINESS TO REAL ESTATE

Article IV The amendment, consistent with the Limited Liability Company Act, was approved by a majority vote of the members entitled to vote or in accordance with the requirements set forth in the articles of organization and prescribed by law.

DATE MARCH 16, 2010

PAUL A. DE CARLO
Type or Print Name of Member

Paul A DeCarlo
Signature of Member

STATE OF ALABAMA

**DOMESTIC LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION**

**PURSUANT TO THE ALABAMA LIMITED LIABILITY ACT, THE UNDERSIGNED HEREBY
ADOPTS THE FOLLOWING ARTICLES OF ORGANIZATION.**

Article I The name of the Limited Liability Company:

DeCarlo Properties LLC

Article II The duration of the Limited Liability Company is Perpetual.

Article III The street address of the registered office is:

3982 S. SHADES CREST RD, HOOVER, AL 35244
~~8025 Rockhampton Circle, Helena AL 35080~~

and the name of the registered agent at that office: Paul DeCarlo

Article IV The names and addresses of the initial member(s), and organizer (if any):

Paul A DeCarlo, Member, 8025 Rockhampton Circle, Helena AL 35080

* Dana M DeCarlo, Member, 8025 Rockhampton Circle, Helena AL 35080

~~Michael Willis, Member, 12037 Ivy Court, Brighton CO 80602-8029~~ REMOVED

✓ Kerry Walsh, Organizer, 35-37 Carleton Ave, Islip Terrace NY 11752

Article VI If the Limited Liability Company is to be managed by one or more managers, list the names and addresses of the managers who are to service until the first annual meeting of the members or until their successors are elected and qualified.

Paul A DeCarlo, Manager, 8025 Rockhampton Circle, Helena AL 35080

* Dana M DeCarlo, Manager, 8025 Rockhampton Circle, Helena AL 35080

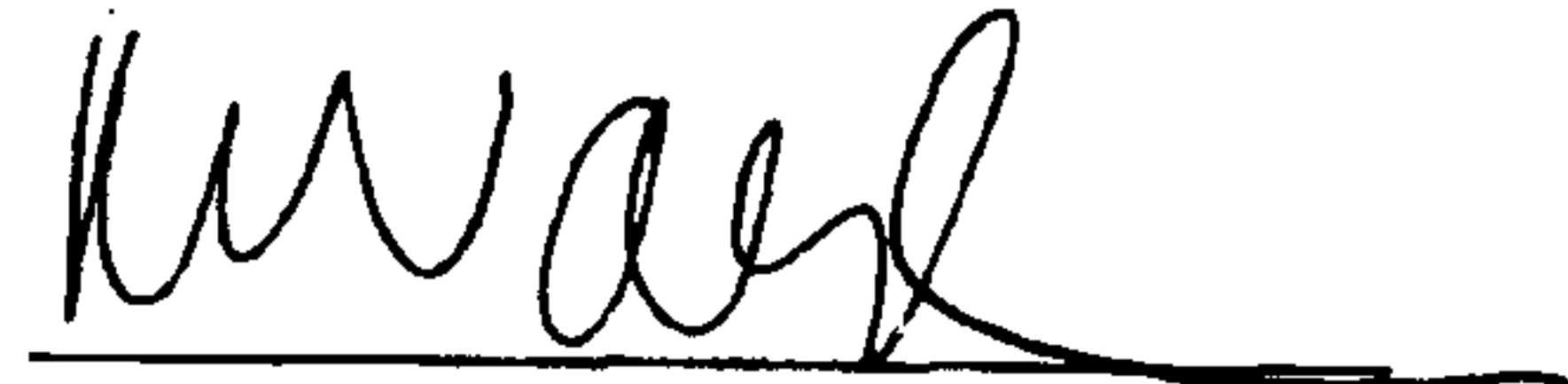
~~Michael Willis, Manager, 12037 Ivy Court, Brighton CO 80602-8029~~ REMOVED


Any provision that is not inconsistent with the law for the regulation of the internal affairs of the Limited Liability Company is permitted to be set forth in the operating agreement of the LLC.

IN WITNESS THEREOF, the undersigned members executed these
Articles of Organization on this 17th day of May, 2002.

This document prepared by:

Kerry Walsh
35 Carleton Ave, Islip Terrace NY 11752


Kerry Walsh, Organizer


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Shelby Cnty Judge of Probate, AL
03/18/2010 11:43:09 AM FILED/CERT