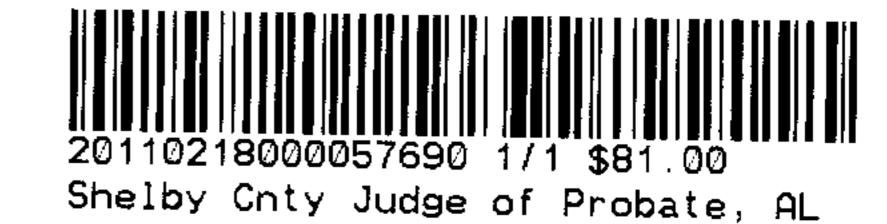
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ARTICLES OF AMENDMENT TO THE



02/18/2011 01:03:08 PM FILED/CERT

ARTICLES OF ORGANIZATION

OF

HIGHPOINT PARTNERS LLC

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

HighPoint Partners LLC, an Alabama limited liability company (the "Company"), submits the following information required by Ala. Code § 10A-2-10.06:

- 1. The name of the Company is "HighPoint Partners LLC."
- 2. The Articles of Organization of the Company were filed in the Office of the Judge of Probate of Shelby County, Alabama, on January 22, 2010.
- 3. The Articles of Organization of the Company are hereby amended by changing the name of the Company to "HighPoint Energy Partners, LLC."
 - 4. Said amendment was approved by the members of the Company.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be executed in its name and on its behalf by Jeffrey D. Brooks in his capacity as Manager of the Company, on this day of Feburary, 2011.

HIGHPOINT PARTNERS LLC

Jeffery D. Brook

Its: (Manager