

STATE OF ALABAMA

SHELBY COUNTY

AMENDMENT NO. 2 TO ARTICLES OF ORGANIZATION
OF METRO SOUTH, LLC

THIS Amendment No. 2, hereinafter "Amendment No. "2", to the Articles of Organization of Metro South, LLC, an Alabama limited liability company, hereinafter the "Company", is made and executed on the date hereinafter set forth and under the terms set forth herein.

WHEREAS, METRO SOUTH PARTNERS, LLC was formed as a limited liability company on the 31ST day of July, 2008, in Shelby County, Alabama, by Premier Alabama, LLC, Premier Profits, LLC, Jerry Johnson, Janet Johnson, Tim Mitchell, Scott Long, Joyce Genry and Sherry S. Conde; and

WHEREAS, Amendment No. 1 to Articles of Amendment to the Articles of Organization of Metro South Partners, LLC were filed on 7/31/2008, in the Office of Judge of Probate for Shelby County, Alabama, and indexed in Instrument Number 20080731000308280, wherein Tammy Brush and Kathleen O. Wheeler were admitted as Members of the Company and the name of the Company was changed to "Metro South, LLC"; and

WHEREAS, Premier Alabama, LLC wishes to withdraw as member of the Company, effective 3/1/2011; and

WHEREAS, the Members desire to admit as an additional member Premier Alabama, III, LLC; and

WHEREAS, Premier Alabama III also desires to be admitted as a member of Company; and

WHEREAS, the members of the Company also now desire to change the name of the Company to Premier Alabaster, LLC; and



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Shelby Cnty Judge of Probate, AL
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NOW THEREFORE, pursuant to the provisions of Section 10-12-11 of the Code of Alabama, the undersigned amends the Articles of Organization of METRO SOUTH, LLC, as set forth herein.

FIRST: That Premier Alabama, LLC is withdrawn as Member of the Company, effective 3/1/2011.

SECOND: That Premier Alabama, III, LLC is admitted as Member of the Company, effective 3/1/2011.

THIRD : The following named parties now constitute the Members of the Company:

Premier Profits, LLC	228 Salisbury Circle Birmingham, AL 35242
Jerry Johnson	229 Blane Park Circle Maylene, Alabama 35114
Janet Johnson	229 Blane Park Circle Maylene, Alabama 35114
Tim Mitchell	170 Scarlet Oaks Drive Maylene, Alabama 35114
Scott Long	1134 Fox Valley Farm Road Maylene, Alabama 35114
Joyce Genry	285 Kendrick Road Chelsea, Alabama 35043
Sherry S. Conde	241 Macallan Drive Pelham, Alabama 35124
Tammy Brush	125 Fax Valley Drive Maylene, Alabama 35114
Kathleen O. Wheeler	5012 Eagle Valley Trail Birmingham, Alabama 35242

Premier Alabama III, LLC

3365 Piedmont Road, Suite 1025
Atlanta, Georgia 30305

FOURTH: The name of the Company is changed to "Premier Alabaster, LLC".

FIFTH: The foregoing amendment is unanimously approved by all of the Members of the Company.

This Amendment shall be effective as of 3/1/2011, the "Effective Date".

IN WITNESS WHEREOF, the undersigned Members have hereunto executed this Agreement this 1 day of March, 2011.

MEMBERS:

Premier Profits, LLC

By: [Signature]
It's: _____

[Signature]
Jerry Johnson

[Signature]
Janet Johnson

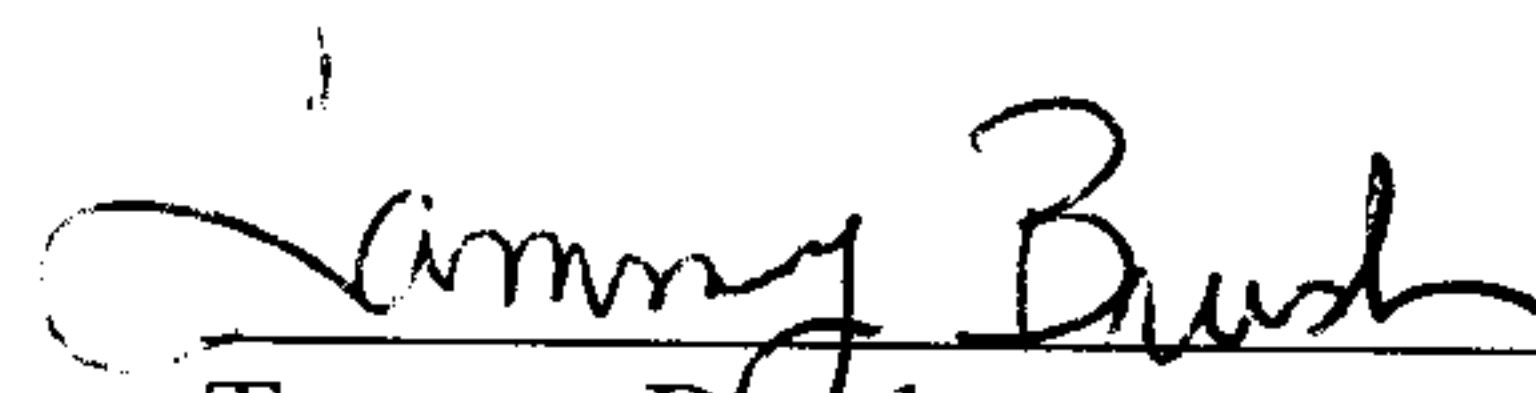
[Signature]
Tim Mitchell

[Signature]
Scott Long

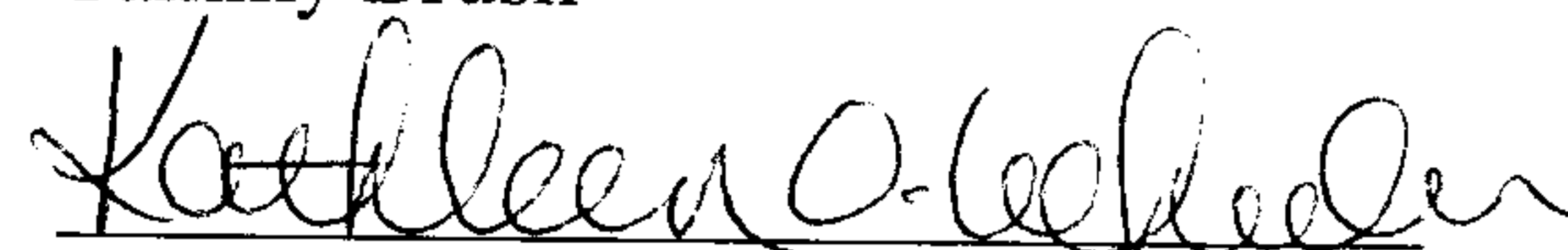
[Signature]
Joyce Genry

[Signature]
Sherry S. Conde

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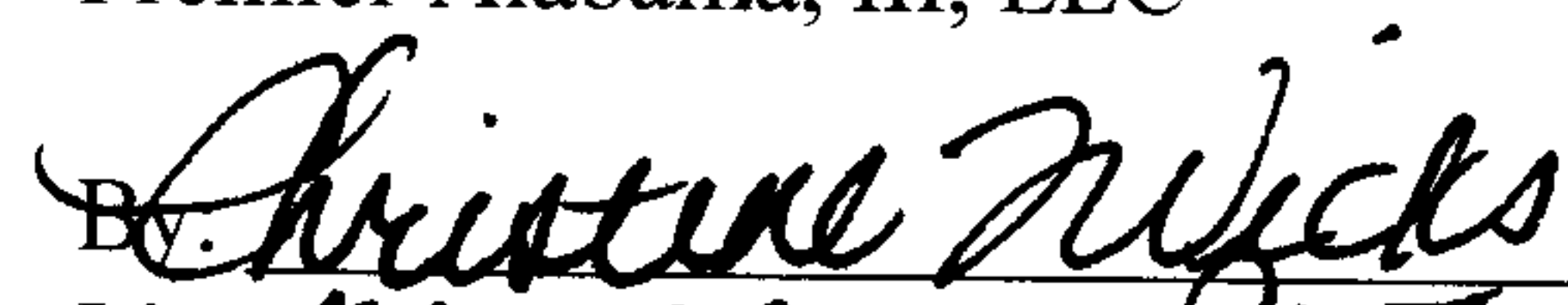


Tammy Brush



Kathleen O. Wheeler

Premier Alabama, III, LLC

By: 
It's: Managing Partner



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PREPARED BY:
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