

FIRST AMENDMENT TO ARTICLES OF ORGANIZATION OF HERON COVE II MM, LLC

The undersigned, being first duly sworn on oath does hereby depose and say:

1. The name of the limited liability company is Heron Cove II MM, LLC
2. The date of filing of the original Articles of Organization with the Probate Judge of Shelby County was June 21, 2010.
3. Amend Item 2 to read Shelby County, Alabama in lieu of Jefferson County, Alabama.
4. Amend Item 3 to read Heron Cove II Apartments (the "Apartment Complex") in lieu of Heron Cove Apartments (the "Apartments Complex").
5. Amend Item 5 by replacing with:

NAME

MAILING ADDRESS

David G. Sumrall

33 Inverness Center Parkway, Suite LL130
Birmingham, AL 35242

The date of adoption of the foregoing amendments by a unanimous vote of the members was August 2nd, 2011.

MEMBERS:



David G. Sumrall



John O. Moore, Jr.



Susan M. Hall



Samuel T. Johnston

This Instrument Prepared by:
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