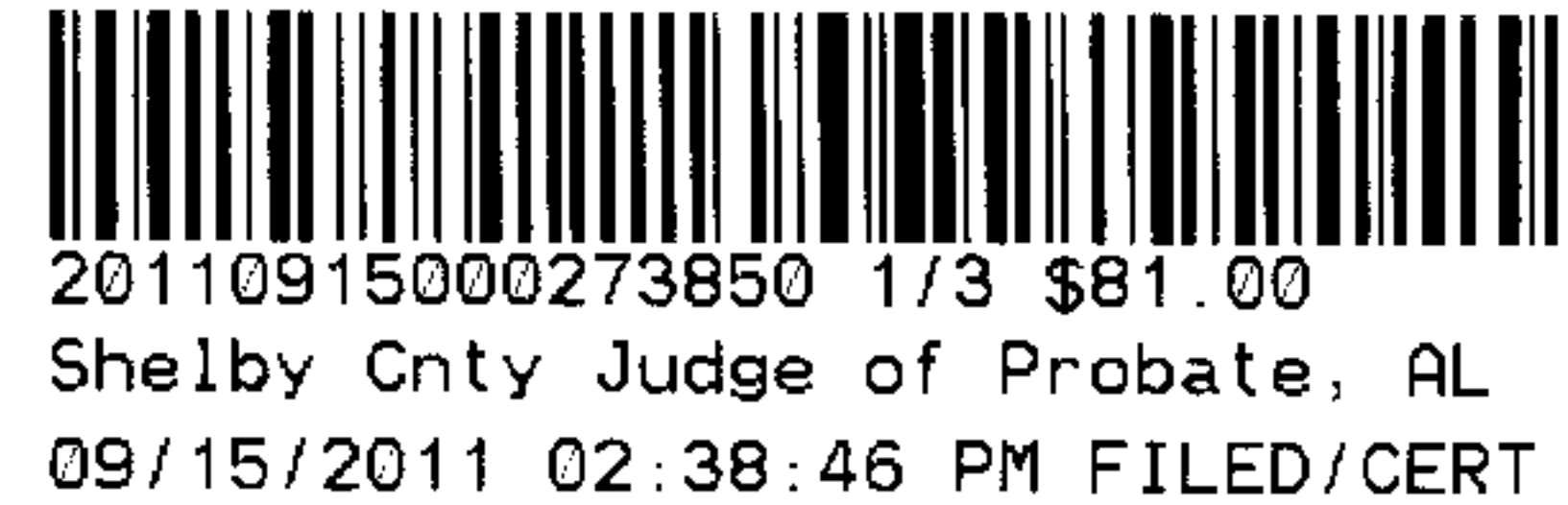




This instrument is prepared by:
Courtney H. Mason, Jr., Attorney at Law

STATE OF ALABAMA)
)
SHELBY COUNTY)

FIRST AMENDMENT
TO THE ARTICLES OF ORGANIZATION
OF BERRY FROZEN ASSETS LEE BRANCH, L.L.C.

RESULTING IN NAME CHANGE TO
BERRY FROZEN ASSETS AT THE SUMMIT, LLC

THIS FIRST AMENDMENT to the articles of organization of Berry Frozen Assets Lee Branch, L.L.C. (the "First Certificate") is made and entered into this by sole Member of said company..

WITNESSETH:

WHEREAS, the Member desires to amend the Articles of Organization of Berry Frozen Assets Lee Branch, L.L.C. (the "Company") in order to change the company name to Berry Frozen Assets at The Summit, LLC and

NOW, THEREFORE, pursuant to Article 17 of the Operating Agreement of the Company, the undersigned do hereby certify as follows:

1. The name of the Company is hereby changed to Berry Frozen Assets at The Summit, L.L.C.

2. The Company was formed on November 29, 2010, upon the filing of the Articles of Organization with the Office of the Judge of Probate of Shelby County, Alabama, which is recorded in Instrument 20101129000399260 in said office.

3. The Articles of Organization of the Company is hereby amended in the following respects:

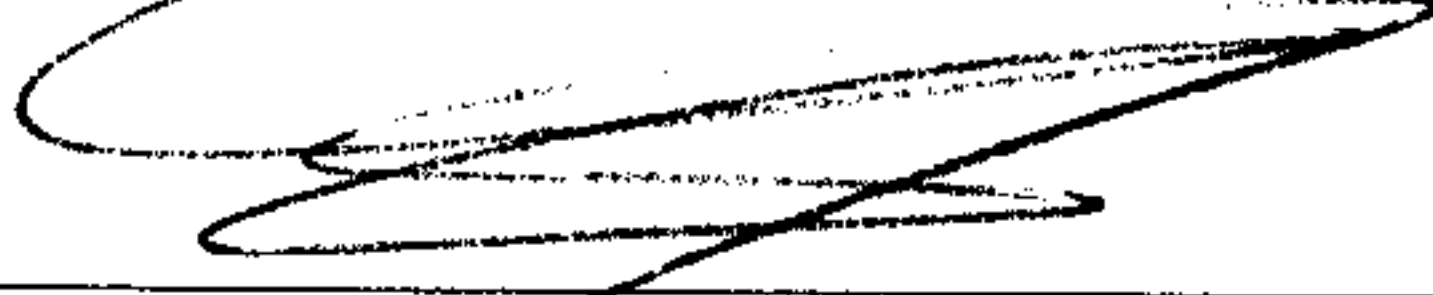
- (a) The Articles of Organization shall be amended by changing the company name in the initial Articles, and substituting in lieu thereof the following:

The Company name is hereby changed to Berry Frozen Assets at
The Summit, LLC.

4. Except as herein and hereby amended, modified or changed, all items and provisions of the Company's Articles of Organization shall continue in full force and effect according to the terms thereof.

IN WITNESS WHEREOF, the undersigned has executed this First Certificate on this 12th day of July, 2011.

Berry Frozen Assets Holdings, LLC, sole member

BY: 
Courtney H. Mason, Jr

BY: 
Porter Mason

BY: 
Russell Pate


20110915000273850 2/3 \$81.00
Shelby Cnty Judge of Probate, AL
09/15/2011 02:38:46 PM FILED/CERT

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Berry Frozen Assets at The Summit, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Courtney Mason, 5254 Cahaba Valley Cove,
Birmingham, AL 35242 for a period of one hundred twenty days beginning
September 13, 2011 and expiring January 11, 2012.



20110915000273850 3/3 \$81.00
Shelby Cnty Judge of Probate, AL
09/15/2011 02:38:46 PM FILED/CERT



**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

September 13, 2011

Date

Beth Chapman

587-873

Beth Chapman

Secretary of State