#### SECOND

#### ARTICLES OF AMENDMENT

TO

### THE ARTICLES OF ORGANIZATION

OF

# WILCOX BUILDING COMPANY, LLC AN ALABAMA LIMITED LIABILITY COMPANY

Pursuant to § 10-12-11 of the Alabama Limited Liability Company Act, the undersigned hereby adopts the following Second Articles of Amendment:

#### **ARTICLE I**

The name of the limited liability company is WILCOX BUILDING COMPANY, LLC.

#### **ARTICLE II**

The date of filing of the Articles of Organization is August 3, 2011. The date of the filing of the first Articles of Amendment to the Articles of Organization is  $\frac{30}{10}$ .

#### **ARTICLE III**

The following amendment was adopted in the manner provided for by the Alabama Limited Liability Act:

The following shall be deleted from Article VII of the Original Articles of Organization:

"The Company shall be managed by the managing member."



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The following shall be deleted from Article III of the Articles of Amendment to the Articles of Organization (which Article III added to "Article VII" of the Original Articles of Organization by Amendment):

"The initial Managing Member shall be David Cox."

Article VII of the Original Articles of Organization shall be amended to read:

"The Company shall be managed by the members. The initial members are Victor Sanderson and David Cox."

#### **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 (see Exhibit "A," attached).

Date:

David Cox

Organizing Member

STATE OF ALABAMA
COUNTY OF \_\_\_\_\_\_\_

I, the undersigned, a Notary Public in and for said State and County, hereby certify that DAVID COX, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily.

GIVEN UNDER MY HAND AND SEAL this the

 $\alpha(0)$  day of

Scotember 2011.

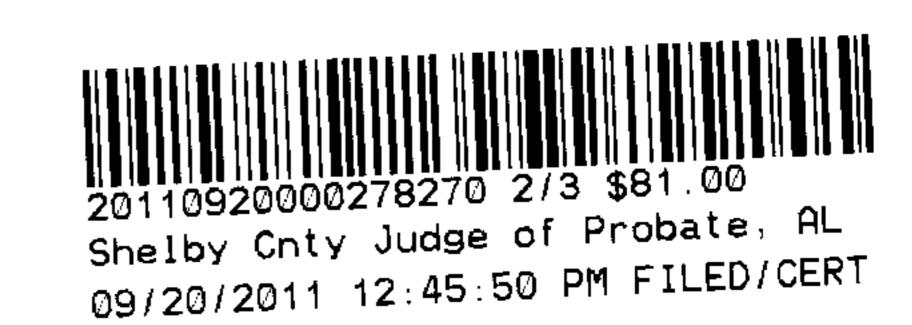
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**Notary Public** 

State of Alabama at Large

(SEAL)



#### Exhibit "A"

# ACTION BY UNANIMOUS CONSENT OF WILCOX BUILDING COMPANY, LLC

## **September 19, 2011**

The undersigned, being all of the Members of WILCOX BUILDING COMPANY, LLC, an Alabama limited liability company (hereinafter called "Company"), agrees in writing to the following actions of the Company:

The members agree that the Articles of Organization should be amended a second time to delete from Article VII of the Original Articles of Organization: "The Company shall be managed by the managing member," and to delete from Article III of the Articles of Amendment to the Articles of Organization (which Article III added to "Article VII" of the Original Articles of Organization by Amendment) "The initial Managing Member shall be David Cox."

The members agree that Article VII of the Original Articles of Organization shall be amended to read:

"The Company shall be managed by the members. The initial members are Victor Sanderson and David Cox."

This will change and clarify that the company is a member-managed LLC, and will restate the two members.

RESOLVED that the Company amend its Articles of Organization to delete the current provisions of Article VII of the Articles of Organization, and to add "The Company shall be managed by the members. The initial members are Victor Sanderson and David Cox."

IN WITNESS WHEREOF, the undersigned, being all Members of the Company, have hereunto set their hand and seal on this  $20^{19}$  day of 5ep+, 2011.

David Cox

Victor Sanderson

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