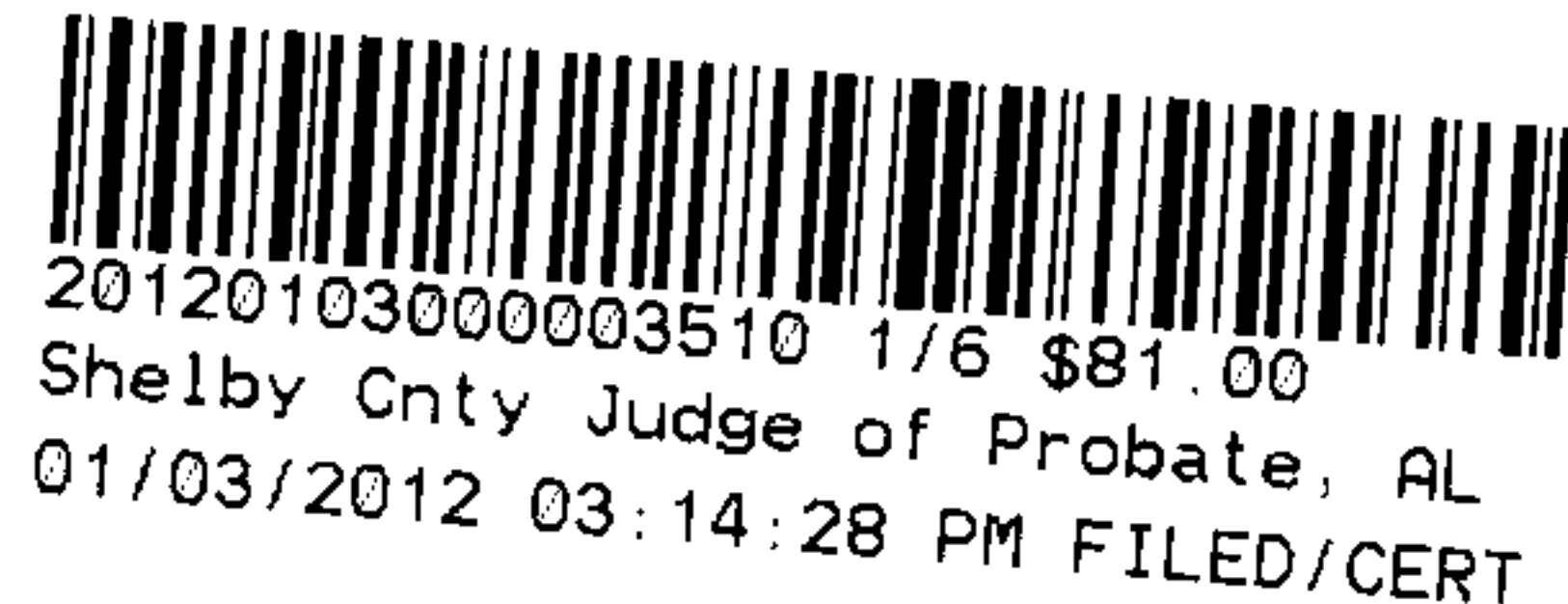


STATE OF ALABAMA

**DOMESTIC BUSINESS CORPORATION
AMENDMENT TO FORMATION/ARTICLES**

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:

Frontier National Corporation

2. The date the Certificate of Formation was filed in the county: 02 / 20 / 1997 (format MM/DD/YYYY)

3. The titles, dates, and places of filing of any previous Amendments: See attached
Attach a listing if necessary.

4. Alabama Entity ID Number (Format: 000-000): 185 - 724 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Jonathan A. Tavares, Corporate Secretary
Frontier National Corporation
P.O. Box 414
16863 U.S. Highway 280
Chelsea, AL 35043

DOMESTIC BUSINESS CORPORATION AMENDMENT

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on 12 / 08 / 2011 (format MM/DD/YYYY):

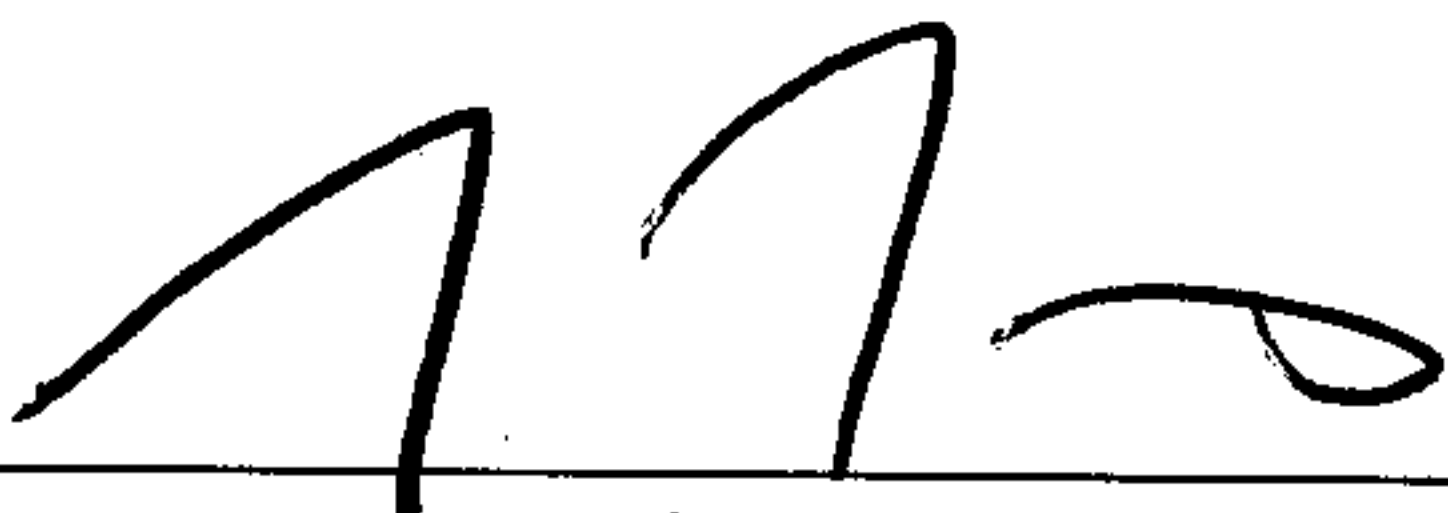
Please see attached

☐ Additional Amendments and the dates on which they were adopted are attached.

Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.

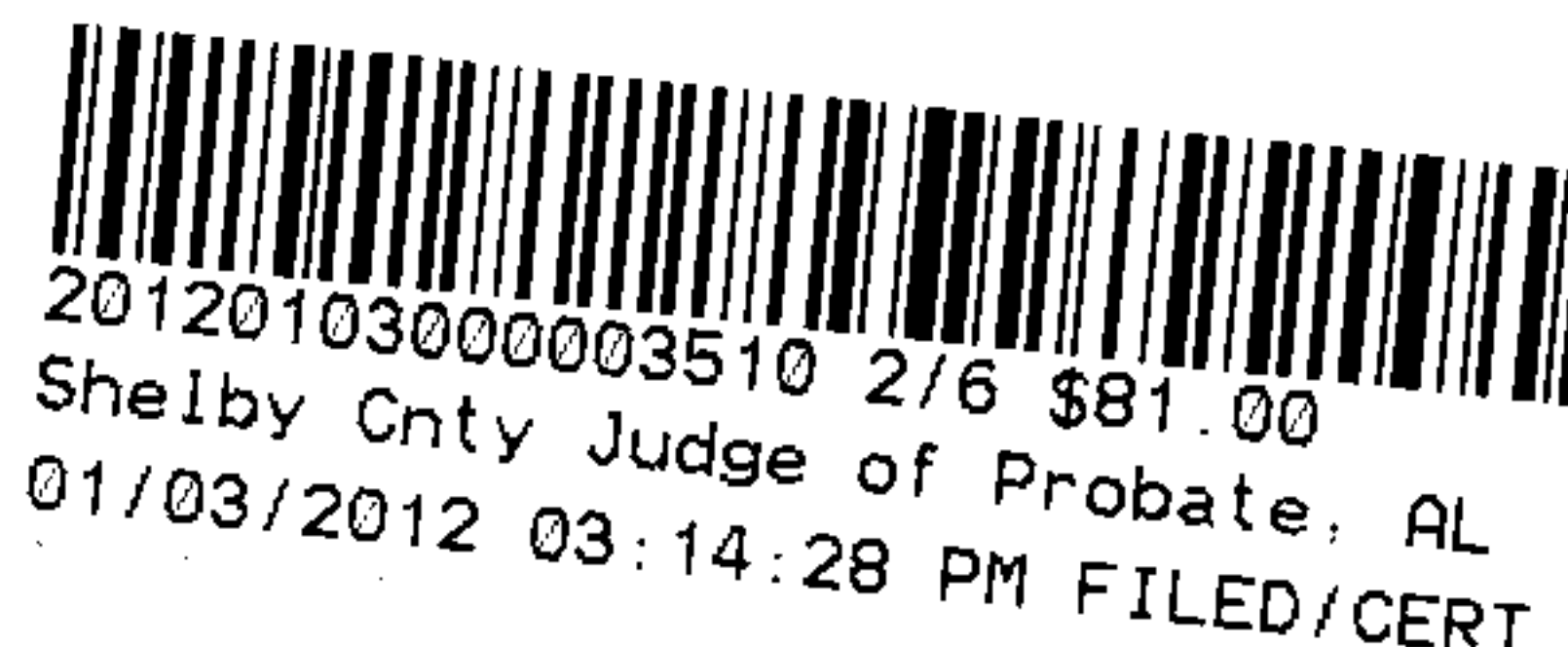
6. ☒ The board of directors without shareholder action approved the Amendment. Shareholder action was not required.
7. ☐ The shareholders approved the Amendment. The total number of votes entitled to be cast was _____ (information is required for item a or b). Complete one of the following:
- a. The total number of votes cast for amendment was _____ and the total number of votes cast against amendment was _____.
- b. The total number of undisputed votes cast for amendment was _____ which was a sufficient number of votes to approve amendment.
8. ☐ Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.

12 27 / 2011
Date (MM/DD/YYYY)


Signature as required by 10A-2-1.20

Jonathan A. Tavares
Typed Name of Above Signature

Corporate Secretary
Typed Title/Capacity to Sign under 10A-2-1.20



RESOLUTION OF BOARD OF DIRECTORS
OF

FRONTIER NATIONAL CORPORATION

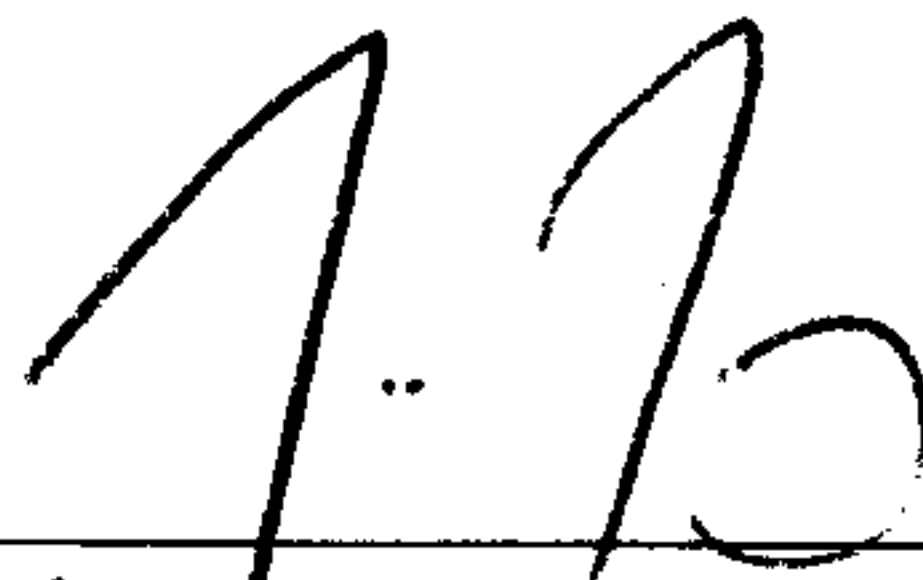
The undersigned Secretary of the Board of Directors of Frontier National Corporation hereby certifies that the following resolution was adopted at a meeting of the Board of Directors on December 8, 2011:

**AMENDMENT TO THE ARTICLES OF INCORPORATION DESIGNATING SERIES B
PREFERRED STOCK**


BE IT RESOLVED, that pursuant to the Articles of Incorporation of Frontier National Corporation, the Board of Directors hereby approves the Articles of Amendment to the Articles of Incorporation designating Series B Preferred Stock in the form that has been presented to the Board and which shall be attached to the Minutes of this meeting;

BE IT FURTHER RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized, empowered, and directed, for and on behalf of the Corporation, to take such further action and execute such documents as each may deem necessary or appropriate to carry out the purposes of the above resolution.

IN WITNESS WHEREOF, the above resolution has not been rescinded or modified and has been duly entered into the minutes of the Corporation. The undersigned hereby certifies that the above resolution was adopted at a meeting of the Board of Directors on December 8, 2011 and executes this certification as of the 8th day of December 2011.



Jonathan A. Tavares, Corporate Secretary
[seal]


20120103000003510 3/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/03/2012 03:14:28 PM FILED/CERT

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
DESIGNATING SERIES B PREFERRED STOCK**

OF

FRONTIER NATIONAL CORPORATION

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **FRONTIER NATIONAL CORPORATION**.
2. The text of each amendment adopted is:

A new Article 4B of the Articles of Incorporation is added to read as follows:


The Board of Directors hereby designates a series of Preferred Stock to be entitled "Series B Preferred Stock" which will have the following preferences, limitations, and relative rights:

(a) Designation. The series of preferred stock shall be known and designated as Series B Preferred Stock, having a par value of \$.001 per share (the "Series B Preferred Stock"), and shall consist of 100 shares.

(b) Powers, Preferences, and Rights. The powers, preferences, and rights, and the qualifications, limitations, and restrictions of the Series B Preferred Stock are as follows:

1. *Dividends*. The holders of the Series B Preferred Stock shall not be entitled to receive any dividends except to the extent as may be declared by the Board of Directors.

2. *Liquidation Preference*. If any voluntary or involuntary sale of all or substantially all of the Corporation's capital stock or all or substantially all of the Corporation's assets, or any merger or consolidation of the Corporation with another entity, or any liquidation or dissolution of the Corporation, shall be effected and such transaction will involve a distribution of assets to the holders of equity securities of the Corporation (such events to be hereinafter collectively referred to as the "Liquidation Events"), then the holders of the Series B Preferred Stock shall be entitled to receive, prior to the receipt of any assets by holders of all other equity securities of the Corporation, a cash amount equal to any amount received by the holder of a share of Common Stock, but in no event shall a holder of Common Stock receive any payment until such time as the holder of each share of Series B Preferred Stock has received at least an initial value of \$1.00 for each share of Series B Preferred Stock held, plus any and all accumulated dividends thereon.


20120103000003510 4/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/03/2012 03:14:28 PM FILED/CERT

3. *Voting Rights.* Except as required by applicable law, the holders of the Series B Preferred Stock shall not be entitled to any voting rights as stockholders of the Corporation.

4. *Redemption.*

(a) The Corporation may at any time, as long as it may lawfully do so, at the option of the Board of Directors, redeem in whole or in part the Series B Preferred Stock by paying in cash an amount for the values of the shares as determined at the time of redemption by the Board of Directors in its sole discretion plus all declared or accumulated but unpaid dividends on such shares (the "Redemption Price"). Any redemption effected pursuant to this subsection 4(a) shall be made on a pro rata basis among the holders of the Series B Preferred Stock in proportion to the number of shares of Series B Preferred Stock then held by them.

(b) Written notice of redemption shall be delivered via overnight courier, e-mail, or facsimile to each holder of record (at the close of business on the business day next preceding the day on which notice is given) of the Series B Preferred Stock to be redeemed, at the address last shown on the records of this Corporation for such holder, notifying such holder of the redemption to be effected, specifying the number of shares to be redeemed from such holder, the date the redemption will be consummated (the "Redemption Date"), the Redemption Price, the place at which payment may be obtained and calling upon such holder to surrender to the Corporation, in the manner and at the place designated, his, her or its certificate or certificates representing the shares to be redeemed (the "Redemption Notice"). Except as provided in subsection 4(c), on or after the Redemption Date, each holder of Series B Preferred Stock to be redeemed shall surrender to the Corporation the certificate or certificates representing such shares, in the manner and at the place designated in the Redemption Notice, and thereupon the Redemption Price of such shares shall be payable to the order of the person whose name appears on such certificate or certificates as the owner thereof and each surrendered certificate shall be canceled. In the event less than all the shares represented by any such certificate are redeemed, a new certificate shall be issued representing the unredeemed shares.

(c) From and after the Redemption Date, unless there shall have been a default in payment of the Redemption Price, all rights of the holders of shares of Series B Preferred Stock designated for redemption in the Redemption Notice as holders of Series B Preferred Stock (except the right to receive the Redemption Price without interest upon surrender of their certificate or certificates) shall cease with respect to such shares, and such shares shall not thereafter be transferred on the books of the Corporation or be deemed to be outstanding for any purpose whatsoever. If the funds of the Corporation legally available for redemption of shares of Series B Preferred Stock on any Redemption Date are insufficient to redeem the total number of shares of Series B Preferred Stock to be redeemed on such date, those funds which are legally available will be used to redeem the



20120103000003510 5/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/03/2012 03:14:28 PM FILED/CERT

maximum possible number of such shares ratably among the holders of such shares to be redeemed based upon their holdings of Series B Preferred Stock. The shares of Series B Preferred Stock not redeemed shall remain outstanding and entitled to all the rights and preferences provided herein. At any time thereafter when additional funds of the corporation are legally available for the redemption of shares of Series B Preferred Stock, such funds will immediately be used to redeem the balance of the shares which the Corporation has become obliged to redeem on any Redemption Date but which it has not redeemed.

5. *Conversion.* The holders of the Series B Preferred Stock shall not have any conversion rights.

6. *Status of Converted or Redeemed Stock.* In the event any shares of Series B Preferred Stock shall be redeemed pursuant to subsection 4 hereof, the shares so redeemed shall be canceled and shall not be issuable by the Corporation.

3. The amendment was duly adopted on 8 December, 2011, by the unanimous approval of the Board of Directors in the manner prescribed by law.
4. This amendment is to be effective upon filing with the Judge of Probate of Shelby County.

Dated: December 8, 2011

FRONTIER NATIONAL CORPORATION

By: William A. Ford

Title: EVP, Internal Relations



20120103000003510 6/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/03/2012 03:14:28 PM FILED/CERT