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Shelby Cnty Judge of Probate, AL  
04/24/2013 10:59:43 AM FILED/CERT

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

**AGREEMENT FOR TRANSFER OF MEMBERSHIP INTEREST OF  
PCSS, LLC**

WHEREAS, the Articles of Organization of PCSS, LLC, were executed by its Organizers on August 15, 2010, and recorded in the office of the Probate Judge, Shelby County, Alabama, on September 14, 2010, at Instrument No. 20100914000300490; and

WHEREAS, the only members with membership interest in said limited liability company are Scott Dailey (50% membership interest) and Brian DeFord (50% membership interest); and

WHEREAS, Scott Dailey now desires to convey the entirety of his membership interest within PCSS, LLC to Brian DeFord, and Brian DeFord desires to purchase such membership interest for the sum of \$1.00 and other good and valuable consideration; and

WHEREAS, Scott Dailey and Brian DeFord, as the only members of the limited liability company, do hereby consent to such transfer;

NOW, THEREFORE, in consideration of the sum of One Dollar, (\$1.00) and other good and valuable consideration, in hand paid by Brian DeFord to Scott Dailey, and the mutual consent of the parties hereto, in conjunction with the promises and covenants set forth herein, which all members deem to be good and sufficient consideration, the members of the limited liability company do hereby agree as follows:

1. That the recitals of this Agreement are hereby acknowledged, ratified and confirmed, and incorporated within the terms of this Agreement.

2. Scott Dailey, by execution of this agreement, does hereby sell, transfer and convey unto Brian DeFord the entirety of his membership interest within PCSS, LLC, inclusive of all rights pertaining thereto, constituting 50% of the total membership interest within the limited liability company.

3. By virtue of this Agreement for Transfer of Membership Interest, all members of the limited liability company do hereby agree that the structure of the membership interest within the limited liability company, following the execution of this Agreement, and the transfer of membership interest effectuated hereby shall be, as follows:

<u>Member</u>	<u>Membership Interest</u>
Brian DeFord. ....	100%
415 Stonecrest Drive	
Birmingham, AL 35242	

5. The terms of this Agreement shall be binding upon all parties hereto, as well as their respective executors, administrators, heirs, successors or assigns.

By execution of this Agreement, all parties hereto do hereby agree to, acknowledge, confirm and ratify the terms of this Agreement dated this 2nd day of April, 2013.

Cassy Dailey  
Witness

Cassy Dailey  
Witness

Brian DeFord  
Brian DeFord, Member

Scott Dailey  
Scott Dailey, Transferring Member

Form was prepared by:

Cassy L. Dailey

105 Hwy 139

Brierfield, AL 35035