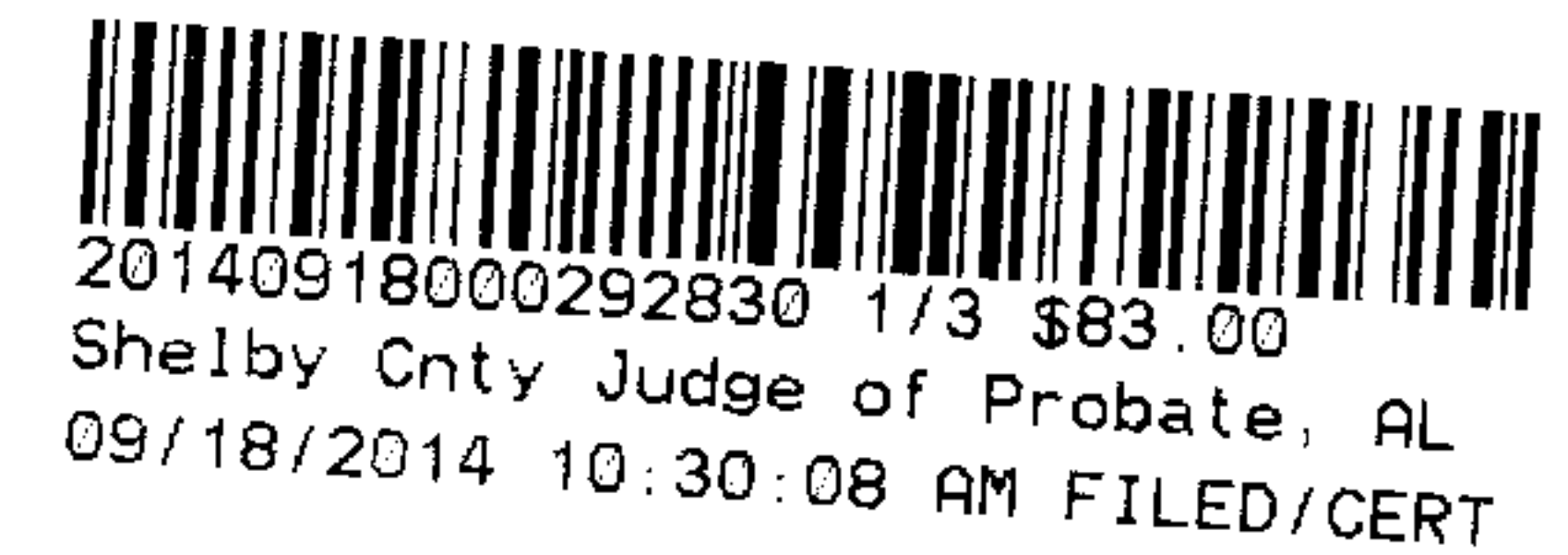


STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY
AMENDMENT TO FORMATION/ORGANIZATION

PURPOSE: In order to amend a Limited Liability Company's (LLC) Certificate of Formation/Articles of Organization under Section 10A-1-3.13 and 10A-5-2.03 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 LLC was initially formed/ incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fee to the Office of the Judge of Probate in the county where the LLC'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 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** 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 Limited Liability Company from the Certificate of Formation/Articles of Organization:

White Phoenix Advisors LLC

2. The date the Certificate of Formation was filed in the county: 08 / 30 / 2013 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 286 - 466 **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)

Jeffrey White
3000 Riverchase Galleria, STE 950
Hoover, AL 35244

DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT

4. The titles, dates, and places of filing of any previous Amendments: None

Attach a listing if necessary.

[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 a 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 08 / 29 / 2014 (format MM/DD/YYYY):

William White and Jeffrey White have sold their interests in White Phoenix Advisors LLC to WPX Capital LLC, An

Alabama Limited Liability Company. WPX Capital LLC will take over full ownership obligations of White Phoenix

Advisors LLC starting today, owning 100% of available membership interests.

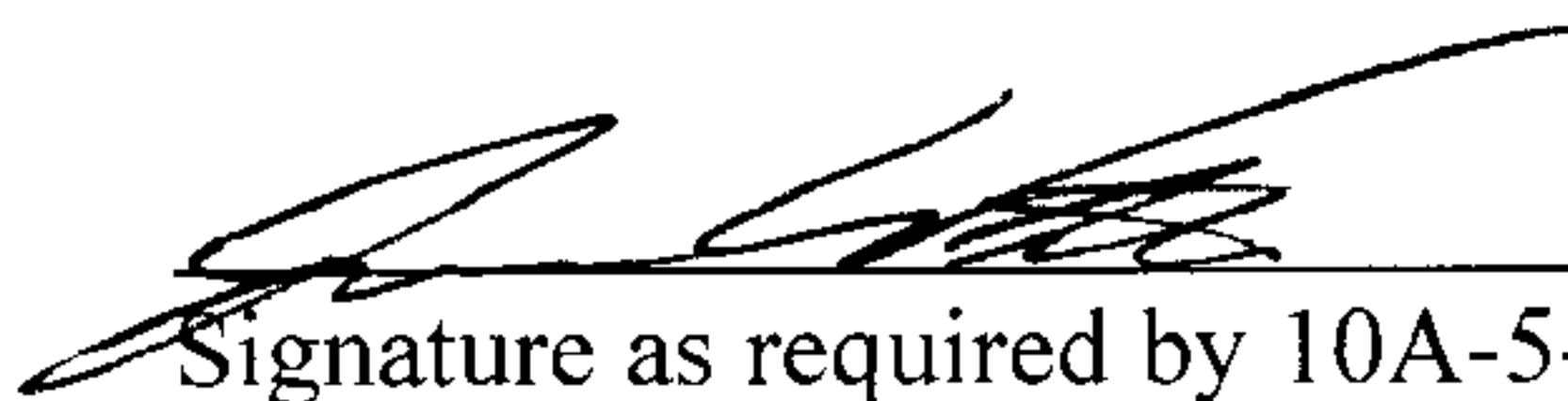
White Phoenix Advisors LLC has changed their mailing address to:

3000 Riverchase Galleria, STE 950, Hoover, AL 35244

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

6. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the *Code of Alabama* of 1975 and the governing documents of this entity.

08 / 29 / 2014
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Jeffrey White
Typed Name of Above Signature

Managing Partner
Typed Title/Capacity to Sign under 10A-5-2.04





BILL OF SALE OF MEMBERSHIP INTERESTS IN:
White Phoenix Advisors, LLC

The undersigned sold the following membership interests in the LLC in exchange for the following amounts:

Membership Interests Percentage: **100%**

Value: **\$2,000.00**

The new assignee of the LLC membership interests agrees to take full responsibility of the previous members' duties as the new sole member in the named LLC.

The membership interests are sold as is and where is with no guarantee. The LLC membership interests are free of any encumbrances.

Seller(s) Name:

William White

Jeffrey White

Seller(s) Signature(s):

Wm. J. White

Jeffrey White

Date:

8/29/14

8/29/14

Buyer Name:

WPX Capital LLC

Buyer Signature:

[Signature]
Managing Partner

Date:

8/29/14

All current members authorize the sale of the membership interests to the named buyer in this agreement and agree to grant full member benefits according to the LLC operating agreement to the new owner of the membership interests.

Current Members:

William White

Jeffrey White

Signature:

Wm. J. White

Jeffrey White

Date:

8/29/14

8/29/14

