

**CERTIFICATE OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
BARNETTE WHOLESALE AUTOS, INC.**

Pursuant to the provisions of Alabama Business and Nonprofit Entities Code, specifically Section 10A-1-3.13, the undersigned Corporation adopts the following Certificate of Amendment to its Articles of Incorporation:

- (1) The name of the Corporation is Barnette Wholesale Autos, Inc.
- (2) The Articles of Incorporation were filed in the office of the Shelby County Judge of Probate on February 14, 2014.
- (3) The following amendment to the Articles of Incorporation was adopted by the unanimous consent and approval of the Board of Directors and the Shareholders of the Corporation on the 5<sup>th</sup> day of May, 2016, in the manner prescribed by the Alabama Business and Nonprofit Entities Code, and is intended to change the name of the corporation from "Barnette Wholesale Autos, Inc." to "Merritt Motor Company, Inc."

**AMENDMENT**

The Articles of Incorporation of Barnette Wholesale Autos, Inc., are hereby amended by striking out Article 1 thereof in its entirety and by substituting in lieu of said Article 1 the following:

**ARTICLE 1  
NAME**

- 1.1 The name of the corporation shall be **Merritt Motor Company, Inc.**
- (4) The number of shares of stock of the Corporation outstanding at the time of the adoption of the amendment was 100; and the number of shares entitled to vote thereon was 100.
- (5) 100 shares voted "for" the aforesaid amendment and none voted against the amendment.
- (6) Such Amendment does not provide for the exchange, reclassification or cancellation of issued shares.
- (7) Such Amendment does not effect a change in the amount of stated capital of the Corporation.

(8) The proceedings authorizing the above Amendment were held strictly in accordance with Title 10A of the Code of Alabama and the governing documents of the Corporation.

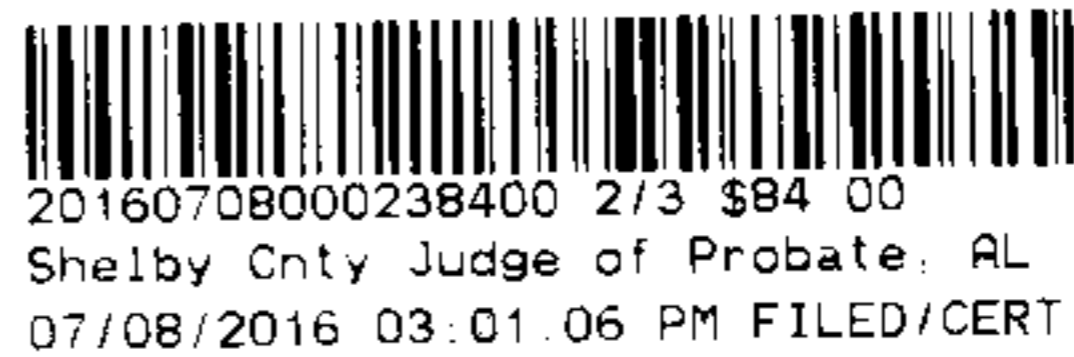
DATED this the 5 day of May, 2016.

Barnette Wholesale Autos, Inc.

BY: Sherry C. Waugh  
Sherry C. Waugh  
Its: Secretary

STATE OF ALABAMA )

SHELBY COUNTY )



I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Sherry C. Waugh, whose name as Secretary of Barnette Wholesale Autos, Inc., is signed to the foregoing Articles and who is known to me, did certify to me on this day that the contents of said Articles of Amendment are true and correct.

GIVEN under my hand and seal this the 5 day of May, 2016.

Tim M. Fulmer  
Notary Public  
My Commission Expires: 1/22/2020

John H. Merrill  
Secretary of State

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Shelby Cnty Judge of Probate AL  
07/08/2016 03:01:06 PM FILED/CERT

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

# STATE OF ALABAMA

**I, John H. Merrill, 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:

**Merritt Motor Company, Inc.**

This name reservation is for the exclusive use of Timothy M. Fulmer, 3800 Colonnade Pkwy, Suite 450, Birmingham, AL 35243 for a period of one year beginning May 04, 2016 and expiring May 04, 2017



RES723105

**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.**

May 04, 2016

Date

**John H. Merrill**

**Secretary of State**