

**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 approximately 24 hours 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](http://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.



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Shelby Cnty Judge of Probate, AL  
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**(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:

B3 Strong LLC

2. The date the Certificate of Formation was filed in the county: 06 / 05 / 2014 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 659 - 307 **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](http://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)

Mikki ONeil  
100 Little Valley Court  
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.]

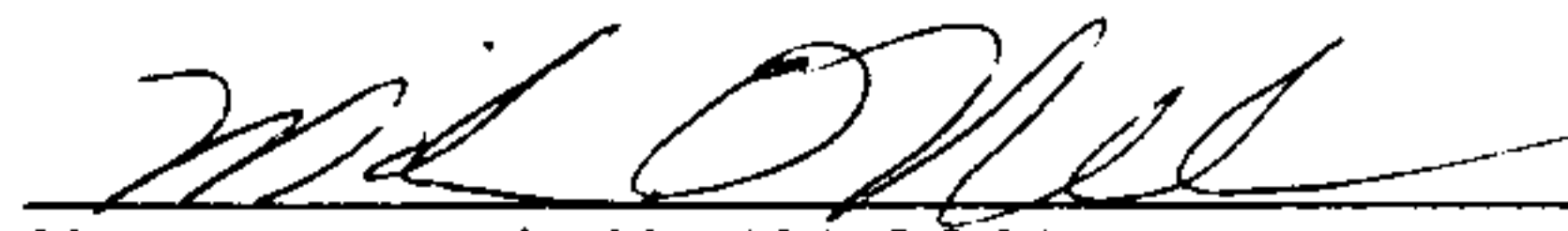
5. The following amendment was adopted on 04 / 01 / 2017 (format MM/DD/YYYY):

name change to Milestone Motion see attached

☒ 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.

04 / 01 / 2017  
Date (MM/DD/YYYY)

  
Signature as required by 10A-5-2.04

Mikki O'Neil  
Typed Name of Above Signature

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

## B3Strong, LLC Withdrawal Agreement for Tara C. Powell

In lieu of the voluntary withdrawal provision of the B3 Strong, LLC hereafter "Company" Operating Agreement as described in paragraph 21, the members Tara C. Powell hereafter "Tara" and Mikki O'Neil hereafter "Mikki" and all of their successors and assigns agree as follows:

Tara transfers all ownership, claim and interest in the Company effective November 30, 2014, to Mikki. Mikki will become the sole member and owner of the Company.

To afford the Company the maximum opportunity for success and to provide Mikki with all flexibility in her planning and business endeavors:

Tara will leave behind all earnings (allocable income) in her capital account thru October 31, 2014 and the balance of her capital contribution account including one CoreAlign with the following exceptions:

Tara will withdraw the other equipment she contributed to the Company including:

- Balanced Body Clinical Reformer with Tower (Sitting box, Head support, jumpboard, standing platform)
- Balanced Body Orbit
- Balanced Body Arc
- 4 magic circles


In consideration for acquiring complete ownership and control of the Company, the Company's cash account, the Companies receivables, CoreAlign, and payment of the remaining obligation, the values of which are expressed in Attachment One (see attached), Mikki hereby releases Tara from any liability of any kind past, present or future, resulting from any business activity of the Company including but not limited to: leases, insurance premiums, utility bills, software and equipment cost or any expense of any kind. Further, Tara will be indemnified and held harmless by the Company and Mikki from and against any and all claims of any nature, whatsoever, arising out the Company's affairs. Further, Tara will not have any taxable income from the Company for the 2014 tax year.

Tara and Mikki further acknowledge and agree that they are committed to maintaining their friendship and fellowship going forward.

Signed, Sealed and Delivered 9<sup>th</sup> day of November 2014.

  
Tara C. Powell (withdrawing member)

  
Mikki O'Neil (remaining and acquiring member)


  
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*Note: Clinical Reformer returned by end of March 2015*

### **Attachment One**

Monthly obligation	\$217.50
11/14 - 5/17 (29 months)	\$6,742.50
Value of CoreAlign	\$3,490.00
Tara's Capital Account as of 10/31/2014	<u>\$995.94</u>
remaining obligation	\$2,256.56

The remaining obligation is payable upon approval of the attached agreement.

  
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Tara Powell  
5448 Hickory Ridge Dr  
Birmingham, AL  
August 28, 2014

Mikki O'Neil  
B3 Strong

Dear Mikki:


After considerable prayer, I have decided to withdraw from B3 Strong, LLC. You know this has not been an easy decision to make.

I suggest an effective date of December 31. This is more than 90 days but will make tax accounting a bit easier for 2014.

I value our friendship and professional relationship and want to be available to help as needed. We can set a good time to meet so we can negotiate the withdrawal terms as set out in our operating agreement.

Sincerely,

  
Tara Powell

  
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# Amendments to the B3 Strong, LLC Operating Agreement

As per the Operating Agreement section Amendment of The Operating Agreement:

35. No amendment or modification of this Agreement will be valid or effective unless in writing and initialed by the Members. The amendments will be held int the document entitled Amendments to the B3 Strong Operating Agreement.

Amendment to Article 7:


7. The following is the initial Capital Contributions to Company which includes cash and cost of initial City of Hoover business license and Limited Liability filing.

Initial:	Member	Initial Contribution	Value of Contribution
_____	Tara Powell	\$658.00 (\$604 cash \$54 license fee)	\$658.00
_____	Mikki O'Neil	\$658.00 (\$500 cash \$158 LLC filing)	\$658.00

Initial: Amendment to Continuation Business Article 19:  
Tara C Powell transferred all ownership claim and interest in the company effective November 30, 2014.  
Original expression of desire to withdraw was expressed in writing August 28, 2014. Withdrawal terms were stipulated in a withdrawal agreement (physical copy on file).

Amendment to Article 1:

Initial: Entity name change to Milestone Motion

  
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John H. Merrill  
Secretary of State

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:

**Milestone Motion LLC**

This name reservation is for the exclusive use of Mikki O'Neil, 100 Little Valley  
Court, Hoover, AL 35244 for a period of one year beginning March 28, 2017 and  
expiring March 28, 2018



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RES754446

**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.**

March 28, 2017

Date

*J. H. Merrill*

John H. Merrill

Secretary of State