

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT

PURPOSE: In order to amend a Limited Liability Company's (LLC) Certificate of Formation under Section 10A-5A-2.02 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.

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** (based on date of receipt and volume) or **\$150.00 for expedited processing** (within 24 hours after receipt from the County Probate Office) 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. 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 filing will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).



20191203000447370 1/4 \$91.00
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:

FarMor, LLC

2. The date the Certificate of Formation was filed in the county: 08 / 28 / 2019 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 586 - 374 **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, click Business Services (below picture), click on Business Entity Search, click on Entity Name, enter the 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)

Gregory D Harrelson, Esq
Harrelson Law Firm LLC
101 Riverchase Pkwy East
Hoover, AL 35244

DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT

4. The titles, dates, and places of filing of any previous Amendments: N/A

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 10 / 22 / 2019 (format MM/DD/YYYY):

Macy Smith is added as a Member. The Members and Ownership Percentage are amended to read as follows:

Connor Farmer - Managing Member - 30%

Steve Mordecai - Managing Member - 30%

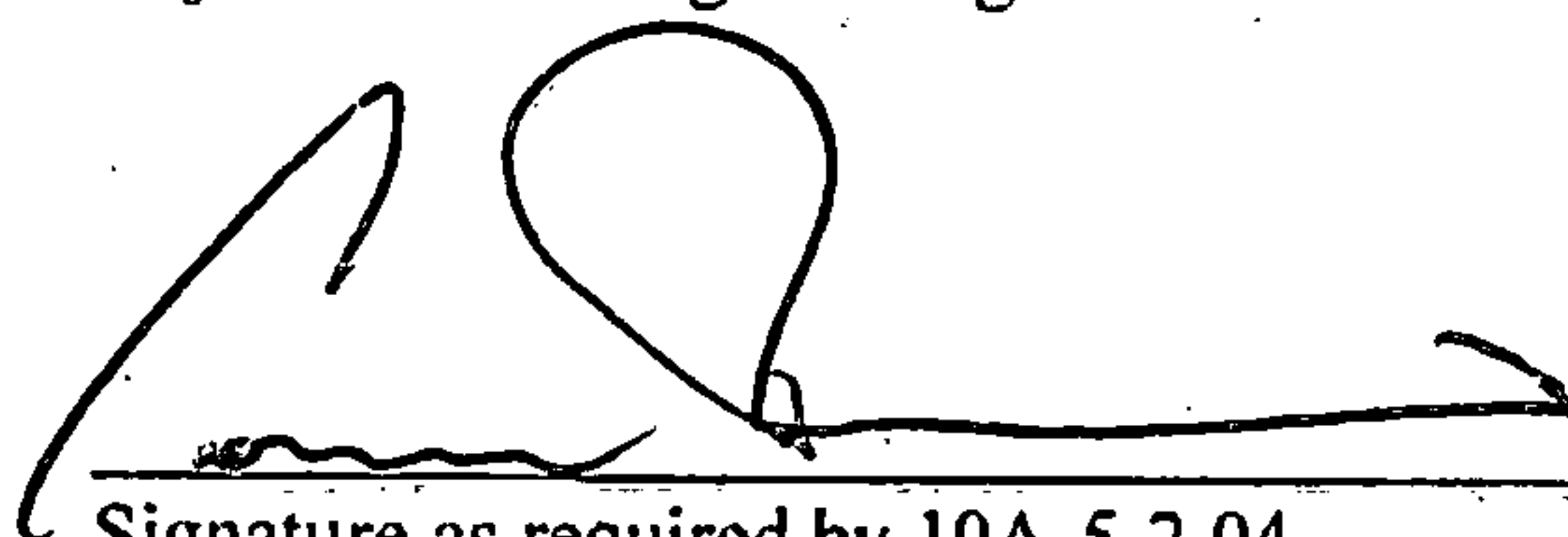
Cooper Johnson - Investment Member - 20%

Macy Smith - Investment Member - 20%

☐ 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.

10 / 22 / 2019
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Connor Farmer
Typed Name of Above Signature

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



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AMENDED RESOLUTION OF THE MEMBERS OF FARMOR, LLC

The undersigned, constituting all of the members of FarMor, LLC, an Alabama limited liability company (the "Company"), hereby consent to, approve, and adopt the following resolution in lieu of holding a meeting:

1. The Members and Ownership Percentage of FarMor, LLC are amended as follows:

Connor Farmer -	Managing Member -	30%
Steve Mordecai -	Managing Member -	30%
Cooper Johnson -	Investment Member -	20%
Macy Smith -	Investment Member -	20%

2. The Company is to be Managed by Connor Farmer and Steve Mordecai as the Managing Members. That said Managing Members shall be due from the company a distribution equal to the net profit of the sale of said real property hereinafter defined. Said Distribution shall be deemed a management fee payable 50% to each Managing Member.
3. The Company desires to purchase and sell real property located at 419 Main Street, Trussville, Jefferson County, Alabama (the "Property"). A portion of the money used to purchase said property shall be obtained by the Company entering into a note and purchase money mortgage with FBA Inc. (the "Lender"). Said action would require the Company to execute notes, mortgages, financing instruments and other loan documents with Lender to secure the repayment of said incurred debt (cumulatively the "1st Mortgage"). Only the managing members, as described above, may be required to personally guarantee the loan proceeds. That a portion of said Property shall be donated to the City of Trussville in return for a "Gift Letter".
4. That additional purchase money funds in the amount of \$300,000.00 shall be obtained from Cooper Johnson, Investment Member. Cooper Johnson shall hold a 2nd Mortgage, subordinate to that of Lender. Said 2nd Mortgage shall be satisfied by the Company prior to the distribution of any management fees or profits to Members.
5. That additional purchase money funds in the amount of \$300,000.00 shall be obtained from Macy Smith, Investment Member. Macy Smith shall hold a 3rd Mortgage, subordinate to that of Lender and that of Cooper Johnson. Said Mortgage shall be satisfied by the Company prior to the distribution of any management fees or profits to Members.
6. That Cooper Johnson (the "Investment Member") shall be paid by the Company an Origination Fee equal to 1% of his principal loan amount to the Company. He shall also receive a percentage, equal to his ownership interest in the Company, of any tax deduction incurred as a part of this transaction or as a result of said Gift Letter.



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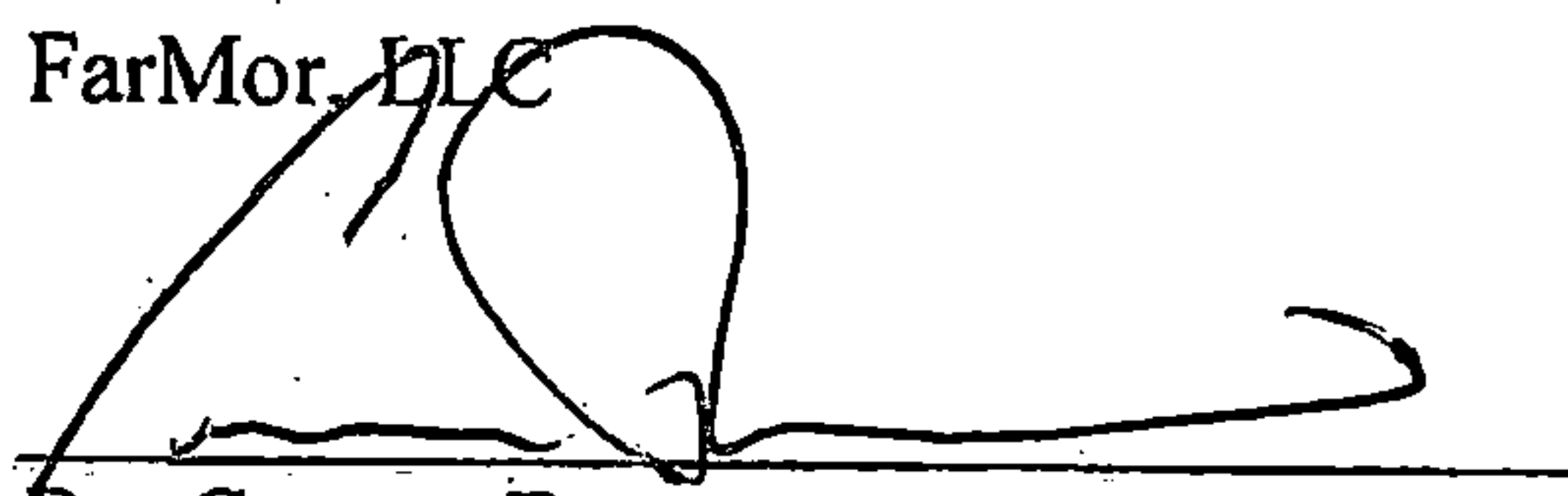
Shelby Cnty Judge of Probate, AL

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7. That Macy Smith (the "Investment Member") shall be paid by the Company an Origination Fee equal to 1% of his principal loan amount to the Company. He shall also receive a percentage, equal to his ownership interest in the Company, of any tax deduction incurred as a part of this transaction or as a result of said Gift Letter.
8. That if the Managing Members enter into a contract to sell the Property as a whole and close on said contract prior to January 31st, 2020, then each Investment Member shall receive a fee equal to 10% of his principal loan investment in lieu of the tax deduction as described in Paragraph #6 and #7.
9. That this Amended Resolution shall replace in its entirety the previously executed Resolution dated the 28th day of October, 2019.

Executed this the 28th day of October, 2019.

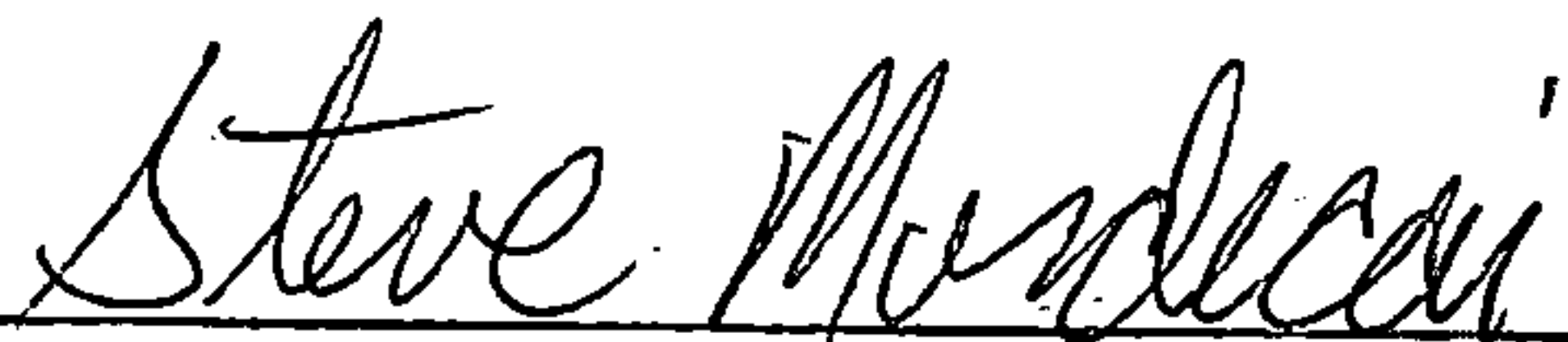
FarMor, LLC



By: Connor Farmer
Its: Managing Member



By: Cooper Johnson
Its: Investment Member



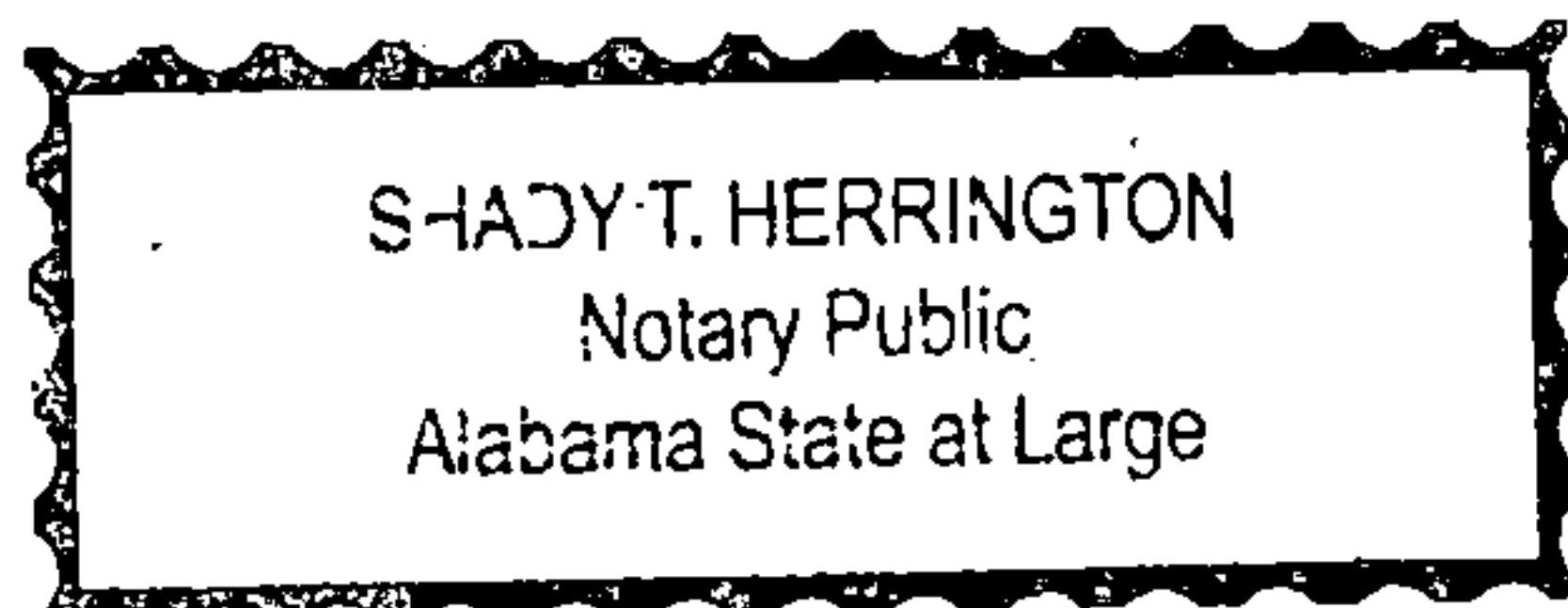
By: Steve Mordecai
Its: Managing Member



By: Macy Smith
Its: Investment Member

STATE OF ALABAMA)
COUNTY OF SHELBY)

Sworn to and subscribed before me this 28th day of October, 2019.




Notary Public My Commission Expires
My Commission Expires February 21, 2022

