

**FIRST AMENDMENT TO COMPANY AGREEMENT OF
KMP ENTERPRISES, LLC**

THIS FIRST AMENDMENT OF THE COMPANY AGREEMENT OF KMP ENTERPRISES, LLC (the "Company Agreement") is made and entered into effective as of January 1, 2020, by and among Dorothy N. Messer, individually and as Trustee of the Roy E. Messer 2000 Trust; the assigning members, namely the Estate of Rose Marie King (deceased) and the Family Trust U/W James L. King; and the newly admitted individual members named in Exhibit A and signatory hereto; and KMP Enterprises, LLC, an Alabama limited liability company (the "Company").

RECITALS:

WHEREAS, the Company was formed on June 22, 2018, and on that date, the initial members and the Company entered into a "Company Agreement."

WHEREAS, due to the death of one of the members, namely, Rose Marie King, the parties hereto desire to amend the Company Agreement for the sole purpose of documenting the identities of existing Members, including the percentage interests of the Members held by each of them.

WHEREAS, pursuant to assignment dated January 1, 2020, James S. King, Michael A. King and Chris S. King, as Co-Personal Representatives of the Estate of Rose Marie King, deceased, transferred a five percent (5%) Membership Interest in the Company, including such Assignor's property rights, to each of James S. King, Michael A. King, Chris S. King, Lara King Bell and Kathy King Dunbar.

WHEREAS, pursuant to assignment dated January 1, 2020, James S. King, Michael A. King and Chris S. King, as Co-Trustees of the Family Trust U/W James L. King, transferred a five percent (5%) Membership Interest in the Company, including such Assignor's property rights, to each of James S. King, Michael A. King, Chris S. King, Lara King Bell and Kathy King Dunbar.

WHEREAS, the aforesaid transferees have been admitted as Members as to the ten percent (10%) Membership Interest transferred to each, said transferees having agreed to be bound by the terms of the Company Agreement as to their ten percent (10%) Membership Interest assigned and having otherwise complied with the terms of the Company Agreement.

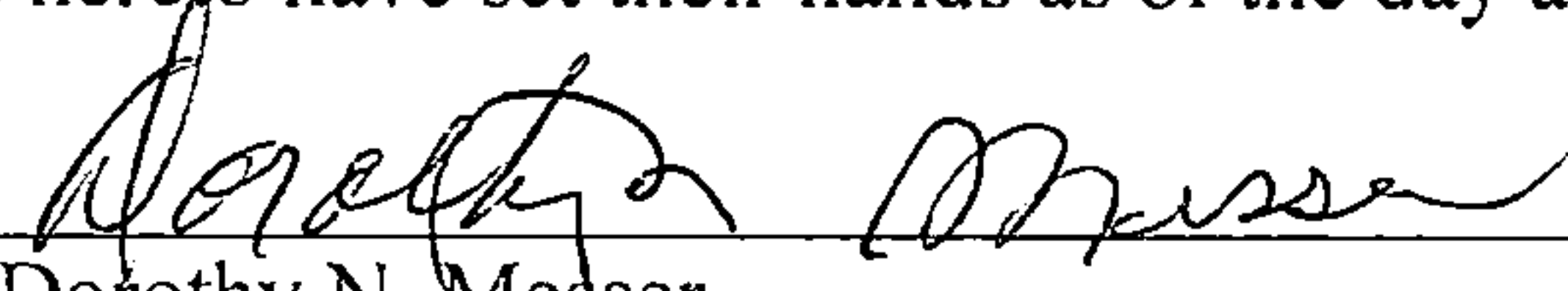
WHEREAS, the parties hereto desire to amend the Company Agreement to recognize the aforesaid transfers of interest in the Company.

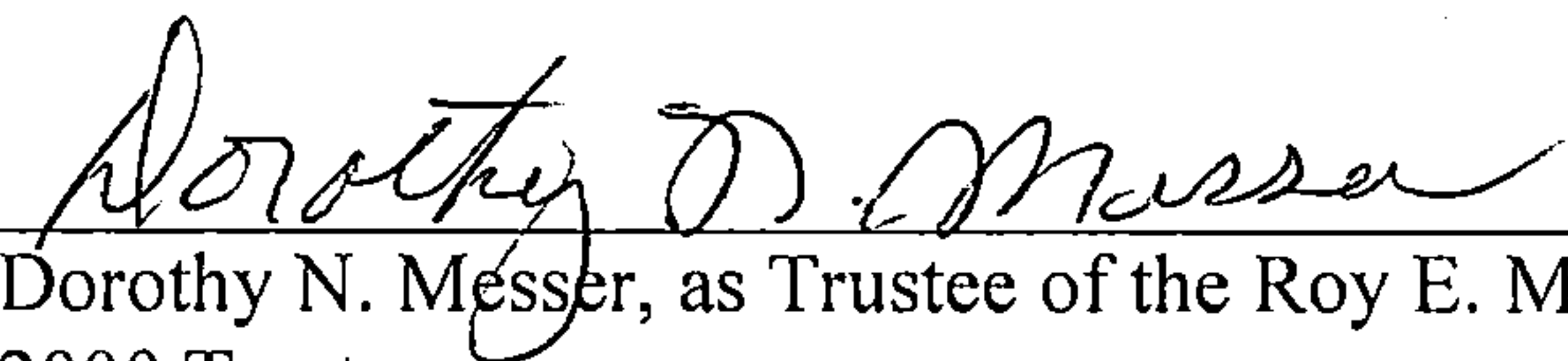
NOW, THEREFORE, in consideration of the mutual covenants and agreements, and the foregoing recitals, it is agreed as follows:

1. The Company's Members and their respective ownership interest in the Company are listed on Amended *Exhibit A* to the Company Agreement attached hereto, which Exhibit is hereby substituted as a new *Exhibit A* in lieu of the *Exhibit A* attached to the original Company Agreement.


2. The terms and provisions of the Company Agreement are hereby ratified and confirmed insofar as said terms and provisions are not in conflict with this First Amendment. Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Company Agreement. This Amendment may be executed in several counterparts, each of which shall be treated as an original signature and all of which shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have set their hands as of the day and year first above written.


Dorothy N. Messer


Dorothy N. Messer, as Trustee of the Roy E. Messer
2000 Trust

James S. King, as a Personal Representative of the
Estate of Rose Marie King, deceased, and a
Trustee of the Family Trust U/W James L. King


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Shelby Cnty Judge of Probate, AL
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Michael A. King, as a Personal Representative of
the Estate of Rose Marie King, deceased, and as
a Trustee of the Family Trust U/W James L. King

Chris S. King, as a Personal Representative of the
Estate of Rose Marie King, deceased, and a
Trustee of the Family Trust U/W James L. King

James S. King


Michael A. King

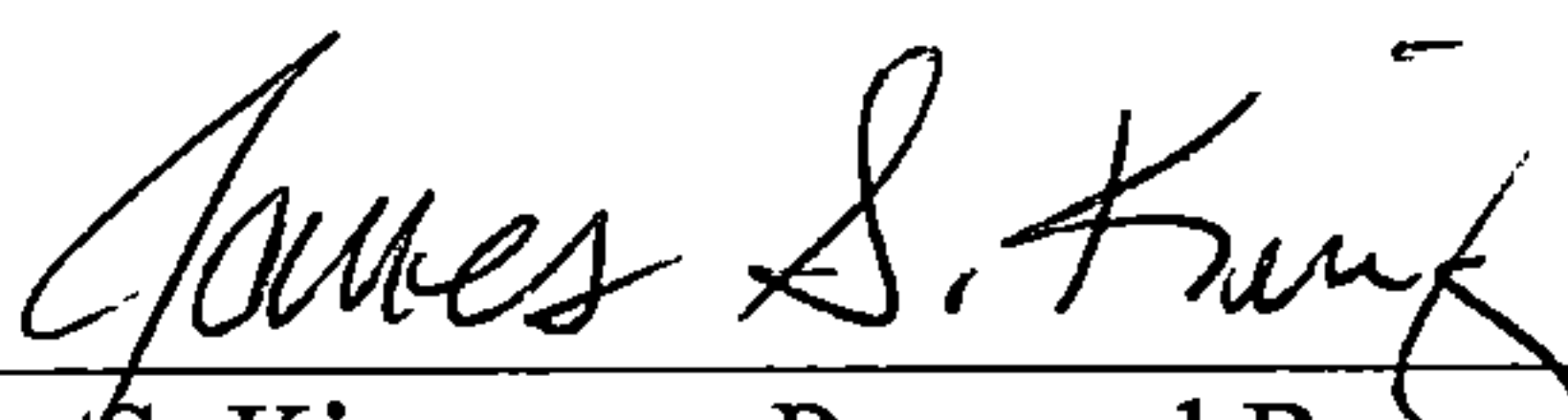
2. The terms and provisions of the Company Agreement are hereby ratified and confirmed insofar as said terms and provisions are not in conflict with this First Amendment. Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Company Agreement. This Amendment may be executed in several counterparts, each of which shall be treated as an original signature and all of which shall together constitute one and the same instrument.

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Dorothy N. Messer

Dorothy N. Messer, as Trustee of the Roy E. Messer
2000 Trust


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Michael A. King, as a Personal Representative of
the Estate of Rose Marie King, deceased, and as
a Trustee of the Family Trust U/W James L. King

Chris S. King, as a Personal Representative of the
Estate of Rose Marie King, deceased, and a
Trustee of the Family Trust U/W James L. King




James S. King

Michael A. King

2. The terms and provisions of the Company Agreement are hereby ratified and confirmed insofar as said terms and provisions are not in conflict with this First Amendment. Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Company Agreement. This Amendment may be executed in several counterparts, each of which shall be treated as an original signature and all of which shall together constitute one and the same instrument.


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2000 Trust

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Trustee of the Family Trust U/W James L. King



Michael A. King, as a Personal Representative of
the Estate of Rose Marie King, deceased, and as
a Trustee of the Family Trust U/W James L. King

Chris S. King, as a Personal Representative of the
Estate of Rose Marie King, deceased, and a
Trustee of the Family Trust U/W James L. King

James S. King




Michael A. King

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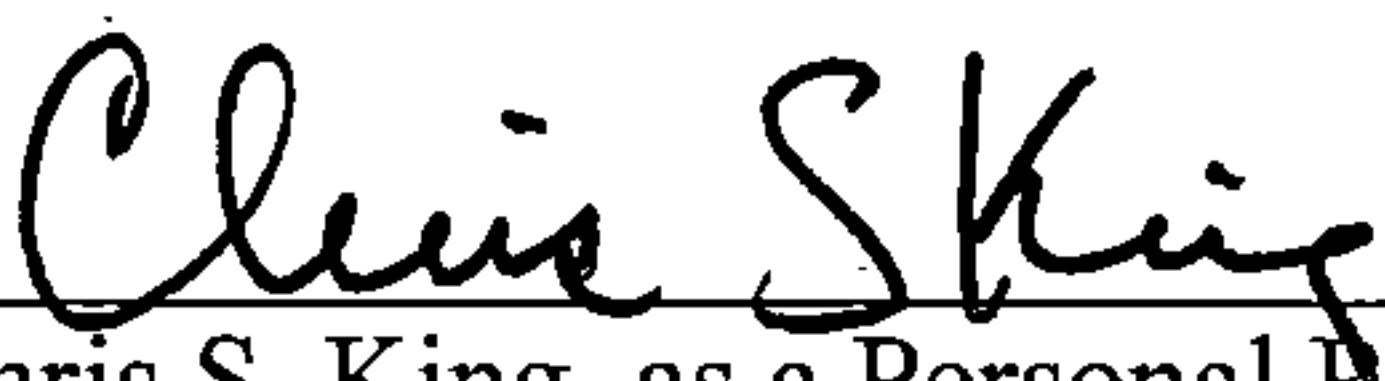
Dorothy N. Messer


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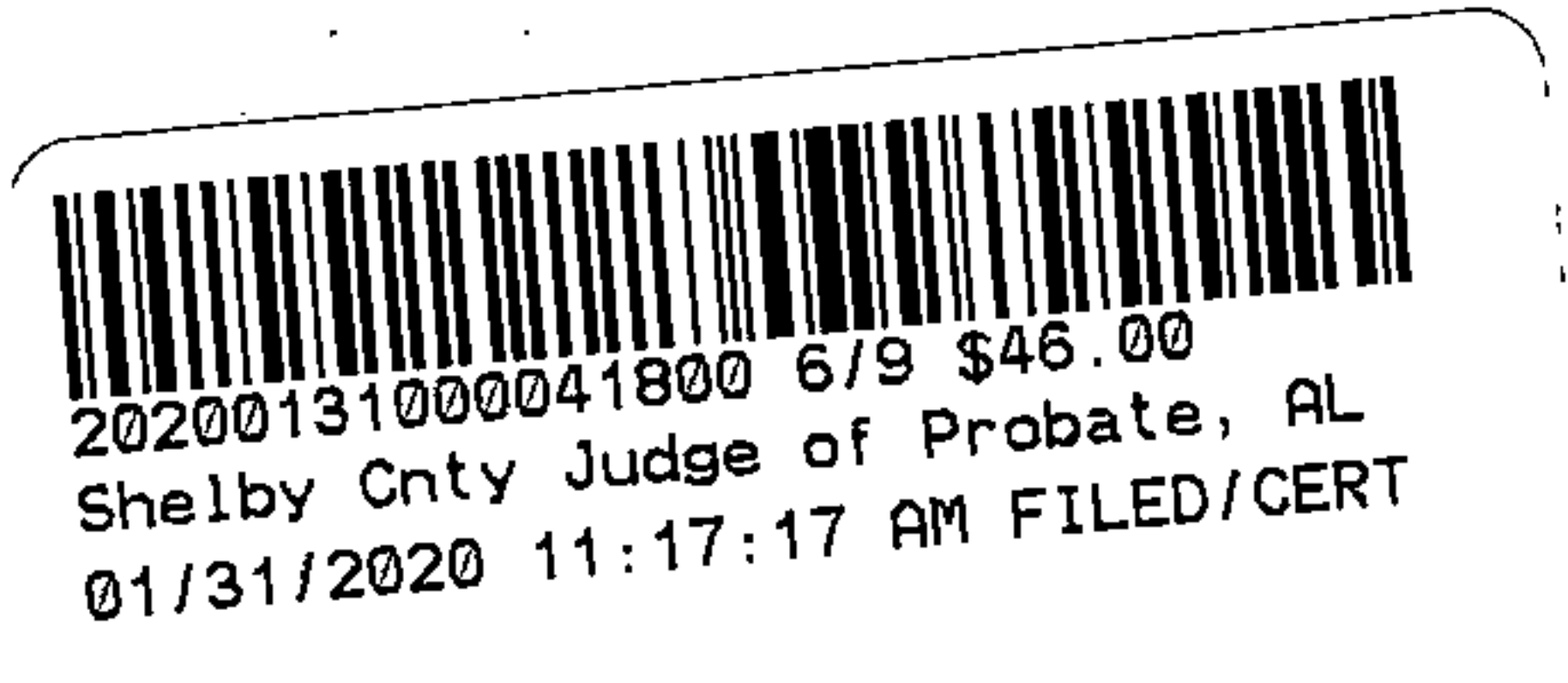
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Trustee of the Family Trust U/W James L. King

James S. King

Michael A. King



Kathy King Dunbar

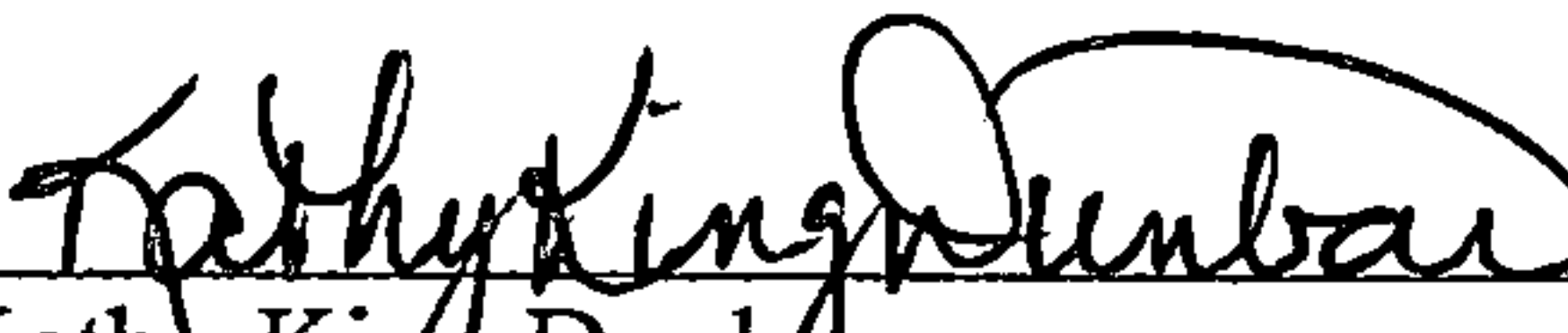
Chris S. King

Chris S. King

Lara King Bell

KMP Enterprises, LLC

Dorothy N. Messer, Managing Member


Kathy King Dunbar



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Chris S. King

Lara King Bell

KMP Enterprises, LLC

Dorothy N. Messer, Managing Member



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Kathy King Dunbar

Chris S. King

A handwritten signature in cursive script that reads "Lara King Bell".

Lara King Bell

KMP Enterprises, LLC

Dorothy N. Messer, Managing Member

**AMENDED EXHIBIT A TO COMPANY AGREEMENT
COMPANY INTEREST HOLDERS**

MEMBERS	INTEREST
Dorothy N. Messer	25%
Dorothy N. Messer, as Trustee of the Roy E. Messer 2000 Trust	25%
James S. King	10%
Michael A. King	10%
Chris S. King	10%
Lara King Bell	10%
Kathy King Dunbar	10%



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