

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

THIS SECOND 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 James S. King, Michael A. King, Chris S. King, Lara King Bell, and Kathy King Dunbar; and the newly admitted member, King Family Holdings, LLC, an Alabama limited liability company; and KMP Enterprises, LLC, and 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, on or about January 1, 2020, the Company Agreement was amended by First Amendment.

WHEREAS, pursuant to assignments dated January 1, 2020, James S. King, Michael A. King, Chris S. King, Lara King Bell and Kathy King Dunbar each transferred a ten percent (10%) Membership Interest in the Company, including such Assignor's property rights, to King Family Holdings, LLC, an Alabama limited liability company.

WHEREAS, the aforesaid transferee has been admitted as a Member having a total fifty percent (50%) Membership Interest, said transferee having agreed to be bound by the terms of the Company Agreement as to its fifty percent (50%) Membership Interest assigned and having otherwise complied with the terms of the Company Agreement.

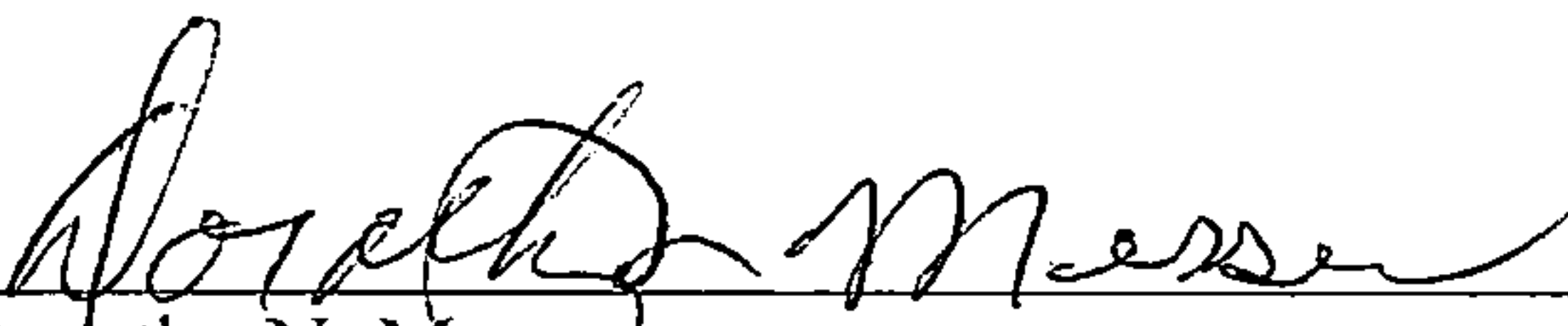
WHEREAS, the parties hereto desire to amend the Company Agreement to recognize the aforesaid transfer of interest in the Company.

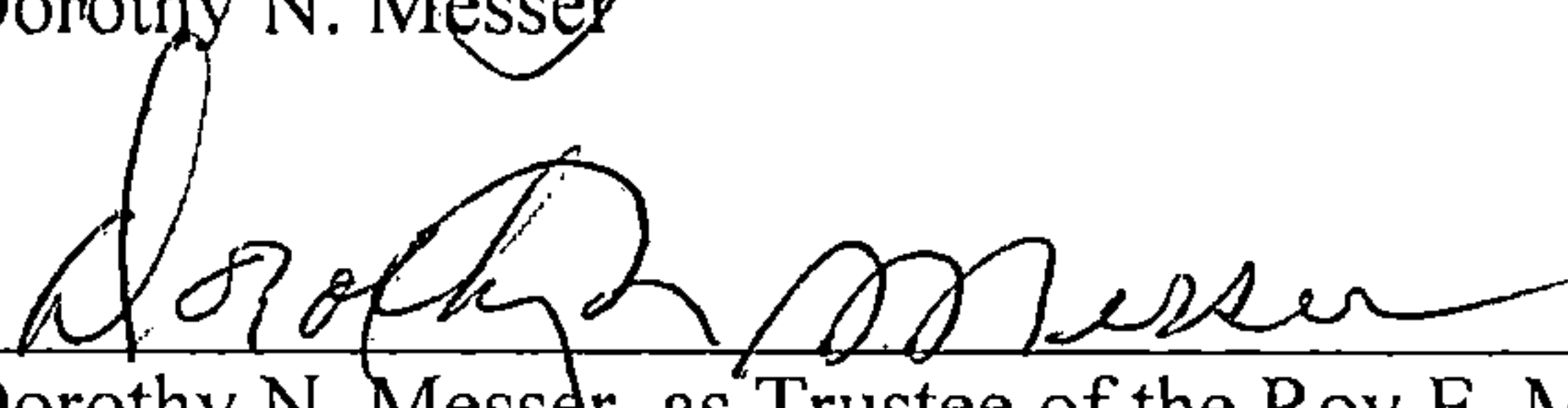
NOW, THEREFORE, in consideration of the mutual covenants and agreements, and the foregoing recitals, it is agreed as follows:

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 Second 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

Michael A. King


Kathy King Dunbar

Chris S. King


Lara King Bell

King Family Holdings, LLC

Michael A. King, Managing Member


20200131000041810 2/9 \$46.00
Shelby Cnty Judge of Probate, AL
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IN WITNESS WHEREOF, the parties hereto have set their hands as of the day and year first above written.


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Michael A. King, Managing Member

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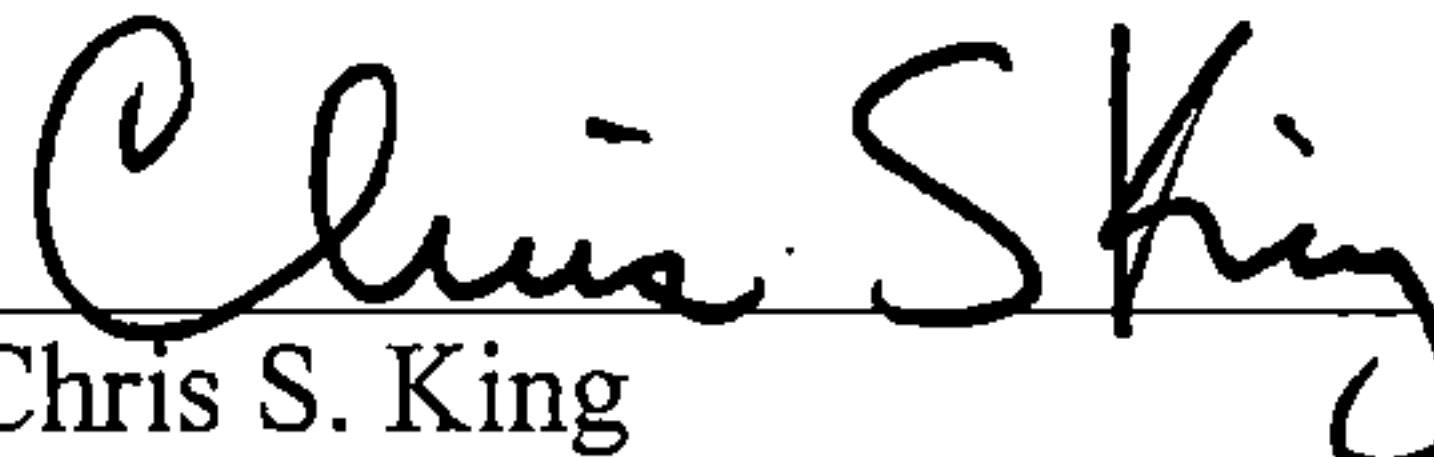
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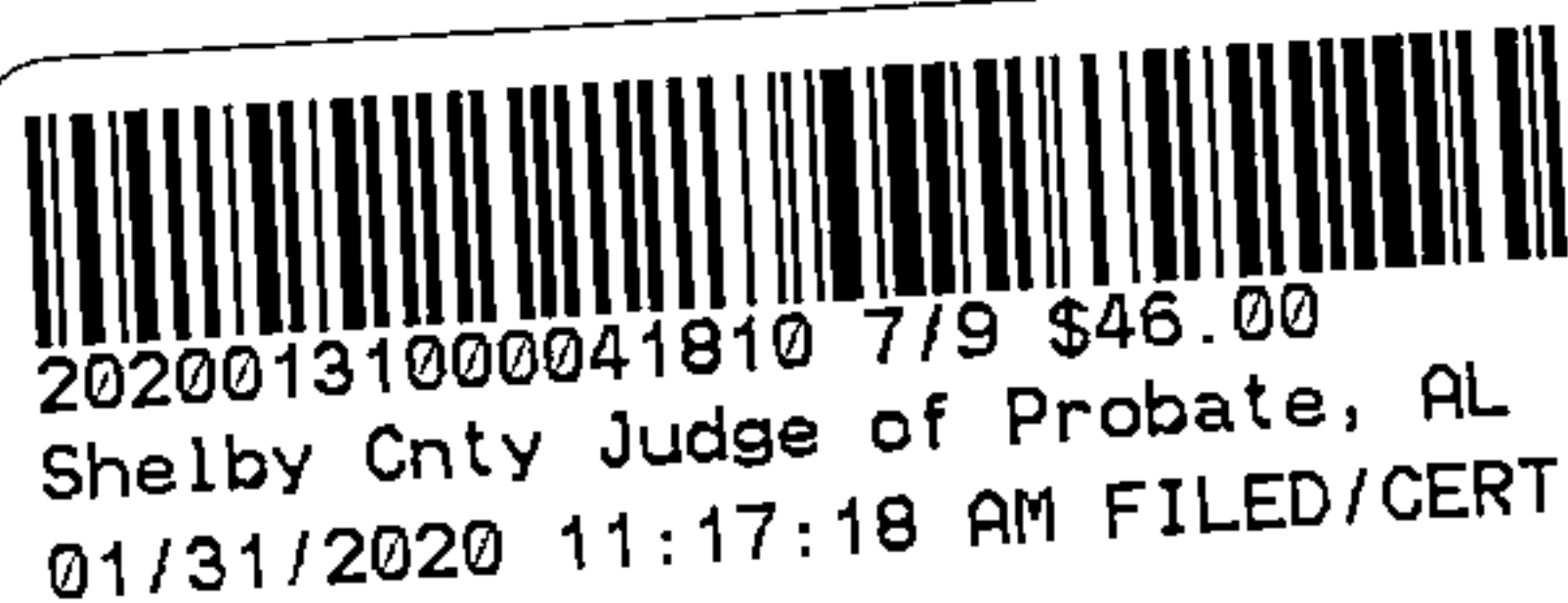
Chris S. King

Lara King Bell

King Family Holdings, LLC

Michael A. King, Managing Member

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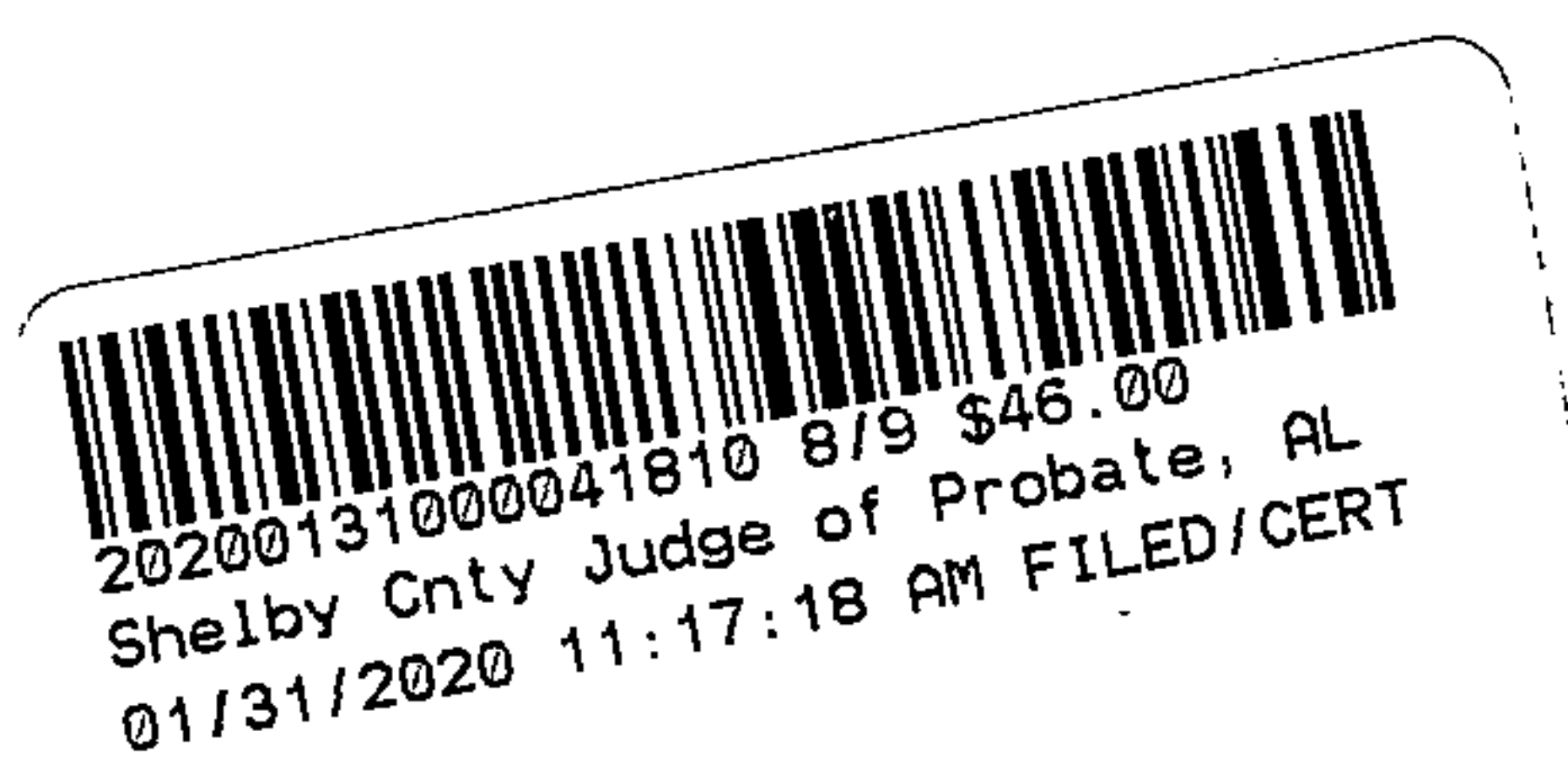
Chris S. King



Lara King Bell

King Family Holdings, LLC

Michael A. King, Managing Member



KMP Enterprises, LLC


Dorothy N. Messer, Managing Member

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

MEMBERS	INTEREST
Dorothy N. Messer 4245 County Road 43 Clanton, AL 35045	25%
Dorothy N. Messer, as Trustee of the Roy E. Messer 2000 Trust 4245 County Road 43 Clanton, AL 35045	25%
King Family Holdings, LLC, an Alabama limited liability company c/o Michael A. King 437 Hillside Avenue Westfield, NJ 07090	50%



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