Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

Kathy E. Box 37

DATE: 03/21/90
REQUEST NUMBER: 1688-0270
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 03/21/90 1143
EFFECTIVE DATE/TIME: 03/21/90 1143
CONTROL NUMBER: 0065994

TO:
BOULT, CUMMINGS, CONNERS & BERRY
P. O. BOX 198062

NASHVILLE, TN 37219

BOOK 8069 PAGE 658

RE:
F & S PROPERTIES, INC.
CHARTER AMENDMENT

THIS WILL ACKNOWLEDGE THE FILING OF THE ENCLOSED DOCUMENT ON THE DATE SHOWN ABOVE TO BE EFFECTIVE AS INDICATED.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

12636

IDENTIF. TREFERENCE

MAR 21 3 54 PM '90

DAVIDSON COUNTY TN.

4595 03/21 0101 01CASH 5.00

FOR: CHARTER AMENDMENT

RECEIVED: $10.00

ON DATE: 03/21/90

FROM:
BOULT, CUMMINGS, CONNERS & BERRY
P. O. BOX 198062

NASHVILLE, TN 37219

RECEIPT NUMBER: 0000104902
ACCOUNT NUMBER: 00000413

Bryant Millsaps

BRYANT MILLSAPS
SECRETARY OF STATE

SS-4458

FILED

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STATE OF TENNESSEE
1990 MAR 21 AM 11:43
DEPARTMENT OF STATE
SECRETARY OF STATE

BOOK 8069 PAGE 659

ARTICLES OF AMENDMENT TO THE CHARTER OF SHERRILL PROPERTIES, INC. (HEREIN RENAMED F & S PROPERTIES, INC.)

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, Sherrill Properties, Inc. (the "Corporation") hereby sets forth the following Articles of Amendment to its Charter:

1. The name of the Corporation is Sherrill Properties, Inc.

2. The amendments adopted are:

Paragraph 1 of the Charter is deleted in its entirety and the following is hereby inserted in lieu thereof:

1. The name of the Corporation is F & S Properties, Inc.

Paragraph 3 of the Charter is deleted in its entirety and the following is hereby inserted in lieu thereof:

3. The address of the principal office of the Corporation in the State of Tennessee shall be 1518 East Stewart Lane, Nashville, Davidson County, Tennessee 37218.

The following is hereby inserted following Paragraph 8 of the Charter:

9. The address of the registered office of the Corporation in the State of Tennessee shall be 1518 East Stewart Lane, Nashville, Davidson County, Tennessee 37218.

10. The name of the registered agent of the Corporation, located at the registered office set forth above, is Fay L. Sherrill.

11. All shares of stock of the Corporation shall be one and the same class and when issued shall have equal rights of participation in dividends and assets of

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BOOK 8069 PAGE 660

the corporation and shall be non-assessable.

3. These Articles of Amendments were recommended by the Board of Directors of the Corporation and duly adopted by the Shareholders of the Corporation by written consent on March 20, 1990.

SHERRILL PROPERTIES, INC.

By: James R. Sherrill Jr.
James R. Sherrill, Jr.,
President

Dated March 20, 1990

WP:CFWCSHA