

12-31

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

CERTIFICATE OF INCORPORATION
OF
CROSSCREEK TELEVISION PRODUCTIONS, INC.

The undersigned, desiring to form a corporation pursuant to the laws of the State of Alabama, do hereby make and file their Certificate of Incorporation as follows:

I.

The name of the corporation shall be Crosscreek Television Productions, Inc.

II.

The address of the initial registered office of the corporation is 2214-C Montgomery Highway, Pelham, Alabama 35124 in Shelby County, State of Alabama, and the name of its registered agent at such address is Jon P. Lindberg.

III.

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The nature of the business and the object and the purposes for which this corporation is formed are and include, as fully and to the same extent as natural persons might or could do, subject only to such limitations and restrictions as are placed on corporations under and by virtue of the laws of the State of Alabama, the following:

(1) To engage in the general business of the production, distribution and marketing of television programs, commercials and related programming of all kinds and nature.

(2) To take, own, hold, deal in, mortgage or otherwise give lien against and to lease, sell, buy, exchange, transfer and, in any manner, dispose of or deal with real property of every class or description, and any and all interest therein, both within and without the State of Alabama, wherever situated.

(3) To manufacture, purchase or otherwise acquire, in any lawful manner, and hold, own, mortgage, pledge, or otherwise to give liens against and to lease, sell, assign, exchange, transfer, or, in any manner, dispose of, to deal and trade in and with, and to invest in goods, wares, merchandise and property of any and every class and description, both within and without the State of Alabama, and in any part of the world.

(4) For any of the purposes of the corporation and without any limitation as to amount, to borrow and raise monies, to draw, make, accept, endorse, discount, execute, pledge, issue, sell or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds and other

John Tanner
P.O. Box 37
D.H. A.D. 35124

instruments, whether transferable, and other evidence of indebtedness, whether secured by mortgage or otherwise, either alone or jointly with any other person or corporation; to confer upon the holders of any of its obligations such rights, powers, and pledges as from time might be deemed advisable by the Board of Directors, except as may be specifically prohibited by law; to lend money with or without collateral or other security.

(5) To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality or body politic.

(6) To purchase, insofar as the same may be done without impairing capital of the corporation, except as otherwise permitted by law, and to hold, pledge, and reissue shares of its own capital stock, as determined by the Board of Directors.

(7) To do any and all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors, trustees or otherwise, and either alone or in the company of others.

(8) In general, to carry on any other business in connection therewith and to do all things not forbidden by the laws of the State of Alabama and with all the powers conferred upon corporations by the laws of the State of Alabama. It is the intention that each of the objects, purposes and powers specified in each of the paragraphs of this third article of this Certificate of Incorporation shall, except where otherwise specified, be nowise limited or restricted articles, but that the objects, purposes and powers specified in this article and in each of the articles and paragraphs of this Certificate of Incorporation shall be regarded as independent objects, purposes, and powers and the enumeration of specific objects, purposes and powers shall not be construed to restrict, in any manner, the general powers and terms of this corporation nor shall the expression of any one thing be deemed to exclude another, although it be of like nature.

IV.

The amount of the total authorized capitalization of this corporation shall be One Thousand (\$1,000.00) Dollars divided into One Thousand (1000) Shares of common stock of the par value of One Dollar (\$1.00) Dollar per share. The total paid in capital with which the corporation shall begin business shall be One Thousand (\$1,000.00) Dollars.

V.

The name and Post Office address of the Officer shall be Jon P. Lindberg, 1472 South Shades Crest Road, Bessemer, Alabama 35023.

VI.

The names and Post Office addresses of the Incorporators and the number of shares subscribed for by each are as follows:

Spruce McRee
512 Canterbury Rd.
Pelham, AL 35124

644 Shares

John Peers
1291 Atkins-Trim Blvd
Birmingham, AL 35226

80 Shares

Jon Lindberg
1472 So. Shades Crest Rd
Bessemer, AL 35023

276 Shares

VII.

The duration of the corporation shall be perpetual.

VIII.

The names and Post Office addresses of the directors chosen for the first year are as follows:

Spruce McRee, 512 Canterbury Rd., Pelham, AL 35124

John Peers, 1291 Atkins-Trim Blvd., Birmingham, AL 35224

Jon Lindberg, 1472 So. Shades Crest Rd, Bessemer, AL 35023

IX.

The names and Post Office addresses of the officers chosen for the first year are as follows:

Spruce McRee
512 Canterbury Rd
Pelham, AL 35124

President

Jon Lindberg
1472 So. Shades Crest Rd
Bessemer, AL 35023

Vice-President &
Secretary/Treasurer

John Peers
1291 Atkins-Trim Blvd
Birmingham, AL 35224

Vice-President

X.

The power to manage and control the corporation shall be vested in the Board of Directors, subject to the by-laws, rules and regulations adopted by the stockholders of the corporation.

XI.

No contract or other transaction between the corporation and any other firm, individual or corporation shall be affected or invalidated by reason of the fact that any one or more of the directors or officers of this corporation is interested in or a member of, stockholder, director or officer of any such firm or corporation; and any director or officer, individually or jointly, may be a party to or interested in any contract or transaction of this corporation, and no contract, act, or transaction of this corporation with any person, firm or corporation shall be affected or invalidated by reason of the fact that any director or officer of this corporation is a party to or interested in said contract.

IN WITNESS WHEREOF, we, the undersigned, for the purpose of forming a corporation under the laws of the State of Alabama do make, file and record this Certificate of Incorporation and do certify that the facts herein stated are true and we have, accordingly, hereunto set our respective hands and seals on the date set opposite our respective names.

DATE: 10/23/87

Spruce McRee
Spruce McRee

DATE: 10/23/87

John Peers
John Peers

DATE: 10/23/87

Jon Lindberg
Jon Lindberg

STATE OF ALABAMA)

COUNTY OF SHELBY)

BE IT REMEMBERED, that on this the 23rd day of OCTOBER, 1987, personally appeared before me, the undersigned authority, in and for said County in said State, Spruce McRee, John Peers and Jon Lindberg, who are known to me, and I, having first made known to each of them the contents of the above Certificate of Incorporation, they did each, severally, acknowledge that they signed, sealed and delivered the same as their voluntary act and deed and each deposed the facts therein stated were truly set forth.

Given under my hand this 23rd day of OCTOBER, 1986-1987.

Notary Public

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

We, the undersigned, Spruce McRee, John Peers and Jon Lindberg hereby severally subscribe to the number of shares of the capital stock of Crosscreek Television Productions, Inc. set opposite our respective names and we agree to pay for said shares of stock the sum of One Dollar (\$1.00) per share, in cash, and other valuable consideration as allowed by the laws of the State of Alabama.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 23rd day of OCTOBER, 1987.

	NO. OF SHARES
Spruce McRee	644
John Peers	80
Jon Lindberg	276

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

Before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared Jon Lindberg, who being first duly sworn, deposes and says that he is the person authorized by the incorporators of Crosscreek Television Productions, Inc. to receive subscriptions to the capital stock of said corporation and that the following individuals have subscribed for the number of shares of stock set opposite their respective names:

NAME	SHARES OF STOCK	AMOUNT
Spruce McRee	644	\$644.00
John Peers	80	\$ 80.00
Jon Lindberg	276	\$276.00

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The said Spruce McRee, John Peers and Jon Lindberg have each paid into the corporation, in cash, the amount set opposite their names above and deponent holds said money for and on behalf of the said Crosscreek Television Productions, Inc.


Jon P. Lindberg

Sworn to and subscribed before
me on the 23rd day of OCTOBER,
1986.1987


Notary Public

My Commission Expires: 10-2-91

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STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Crosscreek Television Productions, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Crosscreek Television Productions, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to

be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does

not assume any responsibility for the availability of the corporate name requested

nor for any duplication which might occur.



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.

December 16, 1987 - expires 4-15-88

Date

Glen Browder

Glen Browder

Secretary of State

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

CROSSCREEK TELEVISION PRODUCTIONS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of CROSSCREEK TELEVISION PRODUCTIONS, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of CROSSCREEK TELEVISION PRODUCTIONS, INC. and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 17th day of DECEMBER, 19 87

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1987 DEC 17 AM 9:42

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

RECORDING FEES

Recording Fee	\$ <u>35.00</u>
Index Fee	<u>1.00</u>
TOTAL	\$ <u>36.00</u>