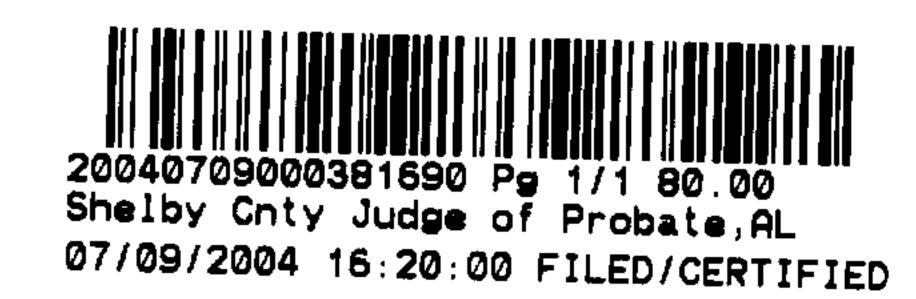
STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION GUIDELINES



INSTRUCTIONS:

STEP 1: THE NAME OF THE LIMITED LIABILITY COMPANY MUST CONTAIN THE WORDS LIMITED LIABILITY COMPANY, LLC OR LLC.

STEP 2: FILE THE ORIGINAL AND TWO COPIES OF THE ARTICLES OF ORGANIZATION IN THE COUNTY WHERE THE LLC'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY THE PROBATE FILING FEE.

PURSUANT TO THE ALABAMA LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF ORGANIZATION

Article I	The name of the Limited Liability Company: Box office Express 2 LLC
	(Your company title must end with the words Limited Liability Company, L.L.C. or LLC)
Article II	The duration of the Limited Liability Company is PC-276-TUAZ
Article III	The Limited Liability Company has been organized for the following purpose(s): RENTAL & SALES OF DVD MOVIES AND GAMES AS WE AS ANY OTHER LEGAL BUSINESS PURPOSES
Article IV	The street address (NO PO BOX) of the registered office: 93 HAWTHOULN STREET BIRMINGHAM, AL 35242 and the name of the registered agent at that office: AARONI CROCKER
Article V	The names and addresses of the initial member(s), and organizer (if any):
	AARON CROCKER 93 HAWTHORN ST B'HAM, AL 3524, MELODY (ROCKER 93 HAWTHORN ST B'HAM, AL 3524). (Attach additional sheets if necessary.) If the Limited Liability Company is to be managed by one or more managers, list the names and addresses of the managers who are to serve until the first annual meeting of the members or until their successors are elected and qualified. AARON CROCKER 93 HAWTHORN ST B'HAM, AL 3524 MELODY CROCKER 93 HAWTHORN ST B'HAM, AL 3524
Limited Liabili	rovision that is not inconsistent with the law for the regulation of the internal affairs of the ity Company is permitted to be set forth in the operating agreement of the LLC. TNESS THEREOF, the undersigned members executed these Articles of Organization on day of
THIS DOCUMEN	T PREPARED BY:

Signature of Member/Organizer

DLL 1.1 Rev. 6/2001