

This Instrument Prepared By:

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Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203



20040617000329330 Pg 1/2 15.00
Shelby Cnty Judge of Probate, AL
06/17/2004 11:07:00 FILED/CERTIFIED

FIRST AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
TICKET BISCUIT, LLC

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of CODE OF ALABAMA § 10-12-11, Ticket Biscuit, LLC (the "Company") hereby adopts the following First Amendment to its Articles of Organization ("First Amendment"):

1. NAME. The name of the Company is:

Ticket Biscuit, LLC

2. ORIGINAL ARTICLES. The original Articles of Organization of the Company were filed in the office of the Probate Judge of Shelby County on May 4, 2004 at 20040504000233020 Pg. 1/2.

3. REASON FOR AMENDMENT. Articles 1 and 5 of the original Articles of Organization of the Company inadvertently contain erroneous statements.

4. AMENDMENTS. The amendments so adopted are:

FIRST: That Article 1 of the original Articles of Organization of the Company be amended by deleting said Article 1 in its entirety and substituting in lieu thereof the following:

1. NAME. The name of the Company is:

TicketBiscuit, LLC

SECOND: That Article 5 of the original Articles of Organization of the Company be amended by deleting said Article 5 in its entirety and substituting in lieu thereof the following:

5. INITIAL MEMBER. The name and mailing address of the initial member of the Company are:

NAME

Jeffrey S. Gale

ADDRESS

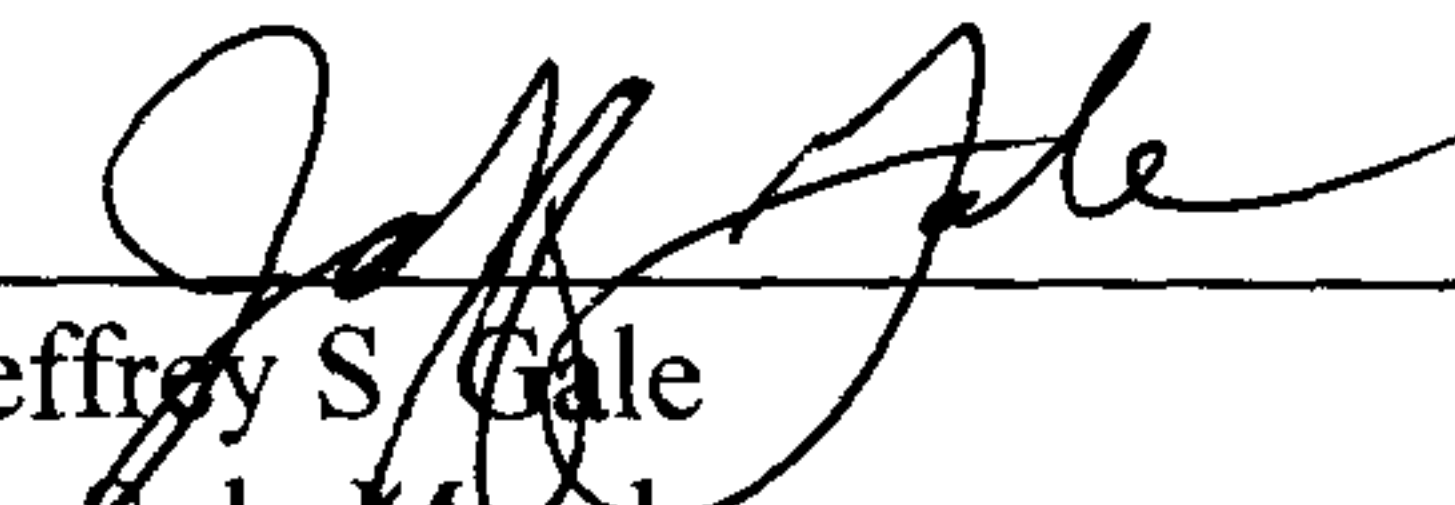
621 Oak Glen Drive
Hoover, Alabama 35244

THIRD: Except as hereinabove amended, the Articles of Organization of the Company are continued in full force and effect.

5. The foregoing First Amendment to Articles of Organization of the Company was adopted by the sole member of the Company on May ___, 2004, pursuant to Code of Alabama § 10-12-11 (1999).

This the 30 day of May, 2004.

TICKETBISCUIT, LLC

By: 
Jeffrey S. Gale
Its Sole Member