


STATE OF ALABAMA)
SHELBY COUNTY)


20040628000351090 Pg 1/2 80.00
Shelby Cnty Judge of Probate, AL
06/28/2004 10:58:00 FILED/CERTIFIED

**ARTICLES OF ORGANIZATION
OF
DIGITAL AVALON, L.L.C.**

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is **Digital Avalon, L.L.C.**
2. The term of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue indefinitely, provided, however, that the Limited Liability Company shall terminate and dissolve upon the first of the following events: (a) when there is no remaining Member, unless the holders of all the financial rights in the Limited Liability Company agree in writing, within 90 days after the cessation of membership of the last member, to continue the legal existence and business of the Limited Liability Company and to appoint one or more new members; or (b) on the written consent by all of the Members in their sole discretion.
3. The purpose for which this Limited Liability Company is organized is:
shall be software development and to transact any or all lawful business for which limited liability companies may be organized under the Act and as may be mutually agreed upon by the Members.
4. The location and mailing address of the initial registered office shall be 4402 Englewood Road, Helena, AL 35080, and the name of the initial registered agent at that address shall be Jaret A. Langston.

5. The names and mailing addresses of the initial members in the Limited Liability Company are as follows:

NAME	MAILING ADDRESS
Jaret A. Langston	4402 Englewood Road Helena, AL 35080
Joseph M. Caudill	1655 A. Lakeshore Court Birmingham, AL 35209

6. The members of the Limited Liability Company shall have the right to admit additional members upon the unanimous written consent of all members of the Limited Liability Company.

7. The Limited Liability Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this the 28 day of June, 2004.

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JARET A. LANGSTON


JOSEPH M. CAUDILL

Prepared by:
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