

ARTICLES OF ORGANIZATION

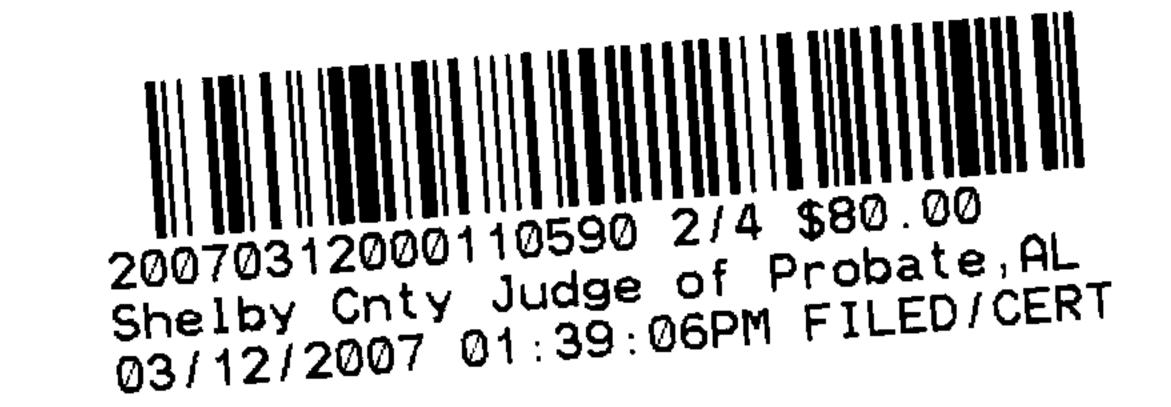
of

FLY BY RADIO, L.L.C.

(an Alabama Limited Liability Company)

This Instrument Prepared by:

DAVID A. BEDGOOD ATTORNEY AT LAW 140 Bowling Lane Pelham, Alabama 35124



ARTICLES OF ORGANIZATION of FLY BY RADIO, L.L.C. (an Alabama Limited Liability Company)

Pursuant to the Alabama Limited Liability Company Act (the "Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company (the "Company") is: FLY BY RADIO, L.L.C."

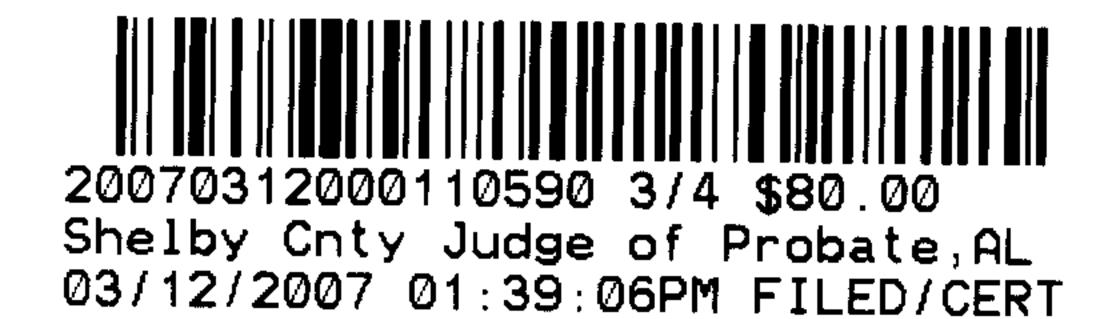
ARTICLE II

DURATION

The period of duration of the Company shall be from the date of the recording of these articles with the Shelby County Judge of Probate until fifty years from the said date of recording, unless earlier terminated by agreement of the members or by operation of law.

ARTICLE III PURPOSES

The Company's purpose is to operate a band. In extension and not in limitation of the purposes specifically enumerated, the Company is authorized and empowered to engage in any lawful business in which limited liability companies may engage under the Act.



ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The location and mailing address of the initial registered office of the Company is 2525 Blazing Star, Pelham, Alabama 35124. The name of the initial registered agent for the company is Pacey E. Calhoun.

ARTICLE V INITIAL MEMBERS

The names and mailing addresses of the initial members of the Company are:

Pacey e. Calhoun 2525 Blazing Star Pelham, Alabama 35124

William Matthew Harris 2525 Blazing Star Pelham, Alabama 35124

Jeremy Brent Shivers 112 Cedar Lane Hueytown, Alabama 35023-2212

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the unanimous consent of the members.

ARTICLE VII CONTINUATION OF BUSINESS

Upon the occurrence of an event of dissociation which terminates the continued membership of a member, the remaining members may continue the legal existence and business of the Company if (i) there is at least one remaining member

or a new member is admitted, and (ii) all of the members consent in writing to the continuation of the business within 90 days after the occurrence of the event of dissociation.

ARTICLE VIII

MANAGEMENT

The Company shall be managed by the managing members, Pacey E. Calhoun, William Matthew Harris and Jeremy Brent Shivers.

ARTICLE IX

Any amendment to these Articles of Organization shall require approval of all the members.

EXECUTION AND DATE

These Articles of Organization are executed by and on behalf of the initial member on this the <u>day</u> of <u>Mach</u> 2007.

Witness

Withess

William Matthew Harris

Pacey E. Calhoun

Jeremy Brent Shivers

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