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**ARTICLES OF ORGANIZATION**  
  
**of**

**FLY BY RADIO, L.L.C.**

**(an Alabama Limited Liability Company)**

*March*      *b*     , 2007

***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 6th day of March 2007.

Witness

Witness

Witness

Pacey E. Calhoun  
Pacey E. Calhoun

William Matthew Harris  
William Matthew Harris

Jeremy Brent Shivers  
Jeremy Brent Shivers