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Shelby Cnty Judge of Probate, AL  
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STATE OF ALABAMA )

JEFFERSON COUNTY )

AMENDMENT OF ARTICLES OF ORGANIZATION OF  
ERWIN BROTHERS, LLC

1. The name of the Limited Liability Company is Erwin Brothers, LLC.
2. The Articles of Organization are dated March 4, 2002 and were amended on January 6, 2005 and December 31, 2005.
3. The Articles of Organization are amended as follows:
  - (a) The name of the company is changed to Alabama Production Group, LLC.
  - (b) The purpose of the Company is amended to read: The Company has been organized for the purpose of production management, support and rentals to the film and television industry in Alabama and the surrounding regions. The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on business of banking or insurance or to act as a trust company. Furthermore, nothing contained herein shall be construed as authorizing the Company to act as a securities broker, a securities dealer or as an investment advisor.
  - (c) Article 4 has been amended to read: the location and mailing address of the initial registered office of the Company is: 4201 Smokey Road, Suite 103, Calera, AL 35040. The name of the Company's initial registered agents at such address is Daniel T. Atchison.

(d) Daniel T. Atchison is admitted as a member of the Company. All members, pursuant to the Articles of Organization, execute this Amendment to the Articles of Organization to indicate their approval of the additional member.

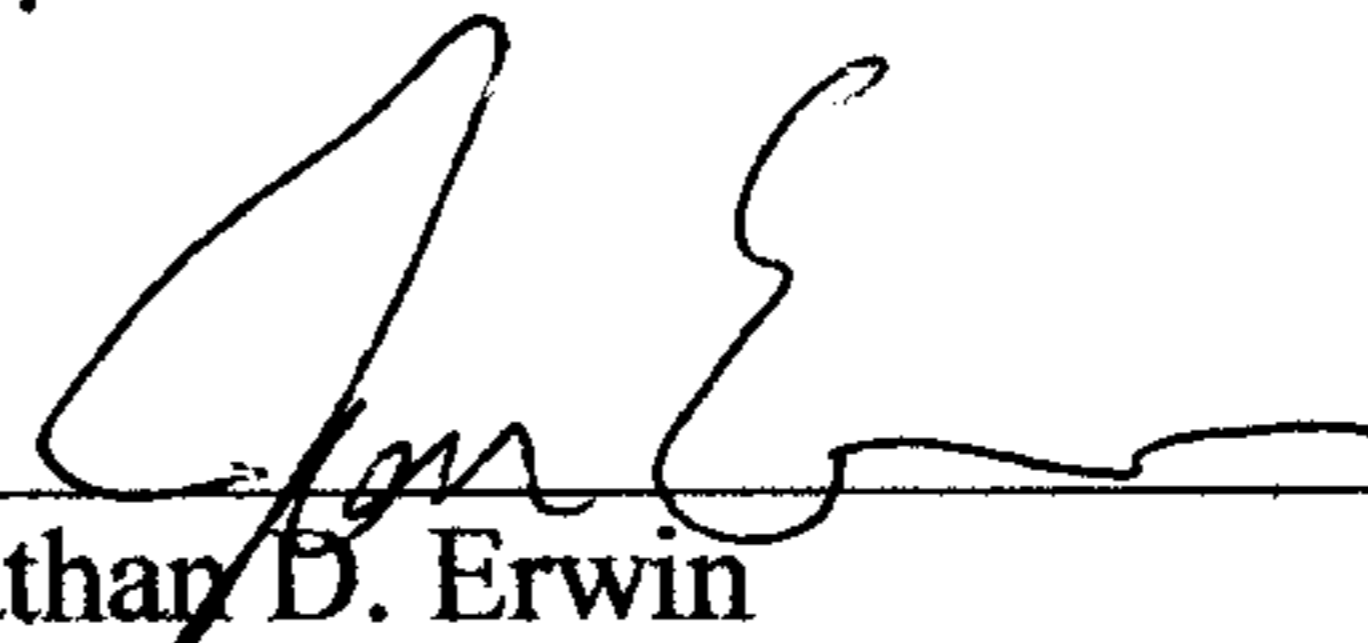
(e) Titan Enterprises, LLC has conveyed its interest in the Company to Jackson Helms Smith. All members execute this Amendment to the Articles of Organization to indicate their approval of the transfer of interest and recognize Jackson Helms Smith as a Member.


(f) The ownership of the company is now in the following percentages:

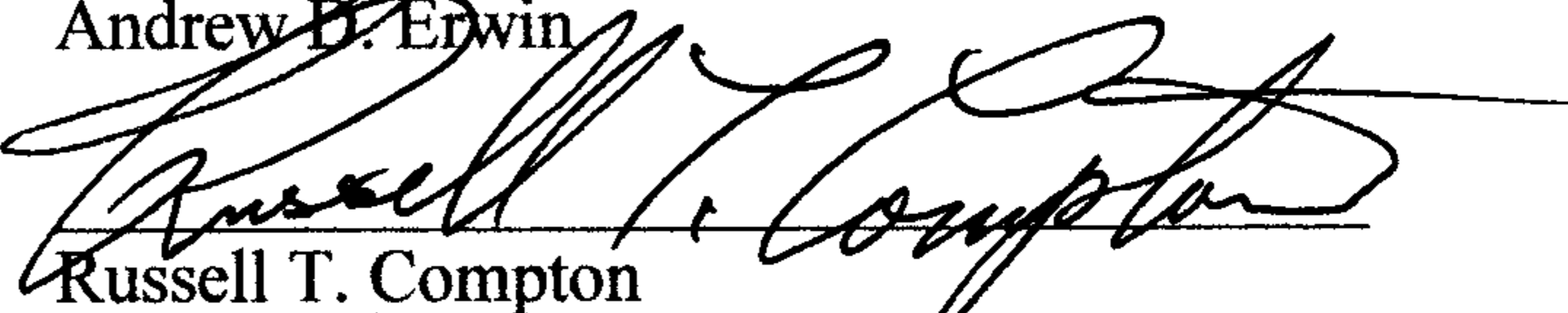
Jonathan D. Erwin	25%
Andrew D. Erwin	25%
Daniel T. Atchison	20%
Russell T. Compton	15%
Jackson Helms Smith	15%

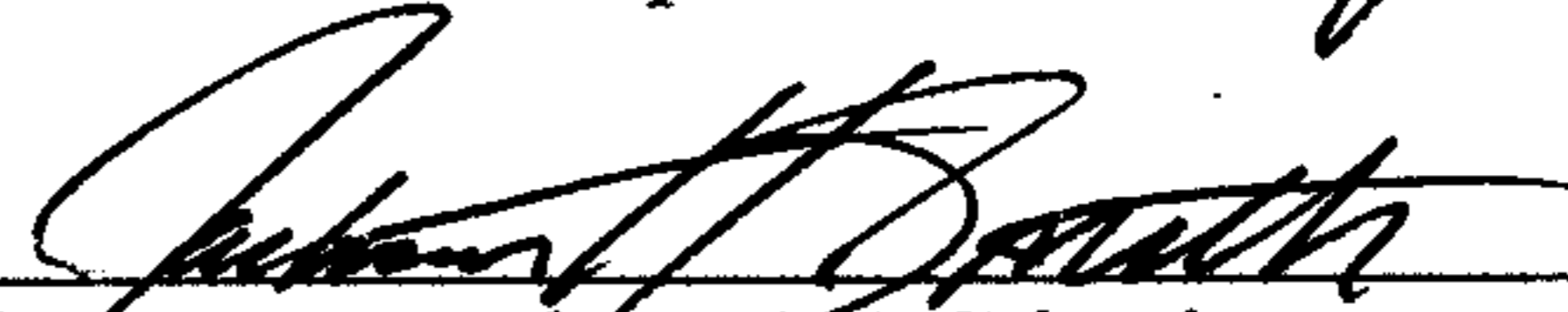
IN WITNESS WHEREOF, the undersigned, as Members of the Company, have executed this Amendment of the Articles of Organization on this the 9<sup>th</sup> day of July, 2009.

MEMBERS:

  
Jonathan D. Erwin

  
Andrew D. Erwin

  
Russell T. Compton

  
Titan Enterprises, LLC by its managing member, Jackson H. Smith