

**ARTICLES OF ORGANIZATION  
OF  
NDM PRODUCTIONS, L.L.C.**

**The undersigned(s) adopt the following Articles of Organization for the purposes of forming a limited liability company under the provisions of the Alabama Limited Liability Company Act, *Code of Alabama* 1975, as amended, section 10-12-1, et. seq., (the "Act").**

**ARTICLE I  
NAME**

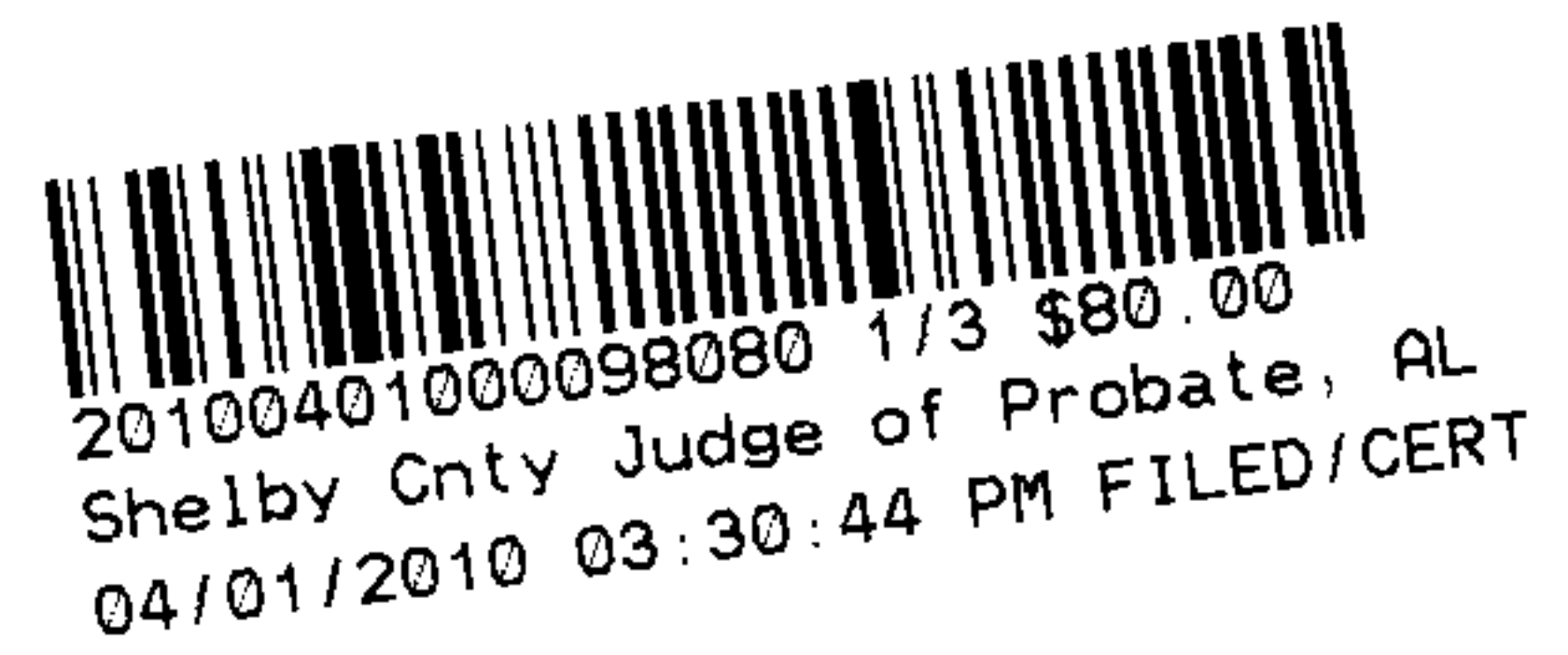
**The name of the limited liability company, referred to in these Articles as "Company", is "NDM Productions, L.L.C.".**

**ARTICLE II  
DURATION**

**The period of during of the Company is seventy five years beginning on the date these Articles of Organization are dated at the end thereof unless sooner dissolved.**

**ARTICLE III  
PURPOSE**

**The purposes for which the Company is organized are to lease, rent and/or otherwise provide audio/visual (A/V) equipment and/or other related equipment for indoor and/or outdoor entertainment, to establishments including, but not limited to, restaurants/bars, musical bands, church/religious organizations for events, schools, educational establishments, circus/fair events, weddings and private party events.**



**ARTICLE IV  
REGISTERED AGENT AND OFFICE**

**The name of the Company's initial registered agent in Alabama, is Lauren R. Marion. The address and location of the Company's registered office in Alabama and the address of the said agent is 412 Ballantrae Road, Pelham, Alabama 35124.**

**ARTICLE V  
MEMBERS**

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

|                                          |                                            |
|------------------------------------------|--------------------------------------------|
| <b>Lauren R. Marion, Managing Member</b> | <b>P. O. Box 1388<br/>Pelham, AL 35124</b> |
| <b>Nicholas Marion, III, Member</b>      | <b>P. O Box 1388<br/>Pelham, AL 35124</b>  |

**ARTICLE VI  
ADDITIONAL MEMBERS**

**The members shall not have the right to admit additional members, except upon the terms and conditions specified by their members. A member shall not have the right to transfer his right to be a member, although a member shall have the rights of assignment of financial rights as provided and limited by the Act.**

**ARTICLE VII  
DISSOLUTION**

**The Company shall be liquidated and dissolved if an event of dissociation terminates the continued membership of a member in the Company. The Company shall also be dissolved at any time upon the action of the members.**

  
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**ARTICLE VIII  
MISCELLANEOUS MATTERS**

The Company shall have all the powers of a limited liability company that are set out in the Act. The members shall not execute an operating agreement until or unless other members are added.

The Company shall be treated as a partnership for purposes of federal and state income tax purposes and for other State of Alabama Department of Revenue applications.

A member authorized by the Company to act as Manager shall have the right to act on behalf of the Company in matters involving the ordinary course of business of the Company.

IN WITNESS WHEREOF, for the purposes of forming this limited liability company in accordance with the Alabama Limited Liability Company Act, the undersigned(s) have executed these Articles of Organization as of the 1<sup>st</sup> day of April, 2010.

**ORGANIZER, MANAGING MEMBER**

  
\_\_\_\_\_  
Lauren R. Marion  
P. O. Box 1388  
Pelham, AL 35124

**ORGANIZER, MEMBER**

  
\_\_\_\_\_  
Nicholas Marion, III  
P. O. Box 1388  
Pelham, AL 35124

This instrument prepared by:  
Lauren R. Marion  
P. O. Box 1388  
Pelham, AL 35124

