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ARTICLES OF ORGANIZATION
OF
BURTON CREATIVE VENTURES, L.L.C.
an Alabama Limited Liability Company

May 2010

THE ANDERSON LAW FIRM, L.L.C.

7515 HALCYON POINTE DRIVE
MONTGOMERY, ALABAMA 36117
(334) 272-9880

**ARTICLES OF ORGANIZATION
OF
BURTON CREATIVE VENTURES, L.L.C.
an Alabama Limited Liability Company**

Pursuant to the Provisions of Act No. 93-724 of the 1993 Alabama Legislature, the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **"BURTON CREATIVE VENTURES, L.L.C."**

**ARTICLE II
DURATION**

The limited liability company shall continue in existence until it is dissolved by agreement of the members or by operation of law.

**ARTICLE III
PURPOSE**

The purpose of the Company is the manufacturing of products, and to do everything necessary, proper, advisable or convenient for the accomplishment of such purposes, to engage in any other lawful act or activity for which limited liability companies may be organized and to do all other things incidental to such purposes or in connection with such purposes that are not prohibited by law.

**ARTICLE IV
REGISTERED AGENT/OFFICE**

The location and street address of the initial registered office shall be 120 Oakmont Road, Suite 700, Birmingham, Alabama 35244, and the mailing address of

the registered agent shall be, 120 Oakmont Road, Suite 700, Birmingham Alabama 35244. Its registered agent at such address shall be R. Keith Burton.

ARTICLE V **INITIAL MEMBERS**

The names and addresses of the initial Members of the Company are as follows:

R. Keith Burton
120 Oakmont Road, Suite 700
Birmingham Alabama 35244

Vicki Burton
120 Oakmont Road, Suite 700
Birmingham Alabama 35244

ARTICLE VI **ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as an additional member without the unanimous, written 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 (1) there are at least two remaining members or a new member is admitted, and (2) 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
AMENDMENTS**

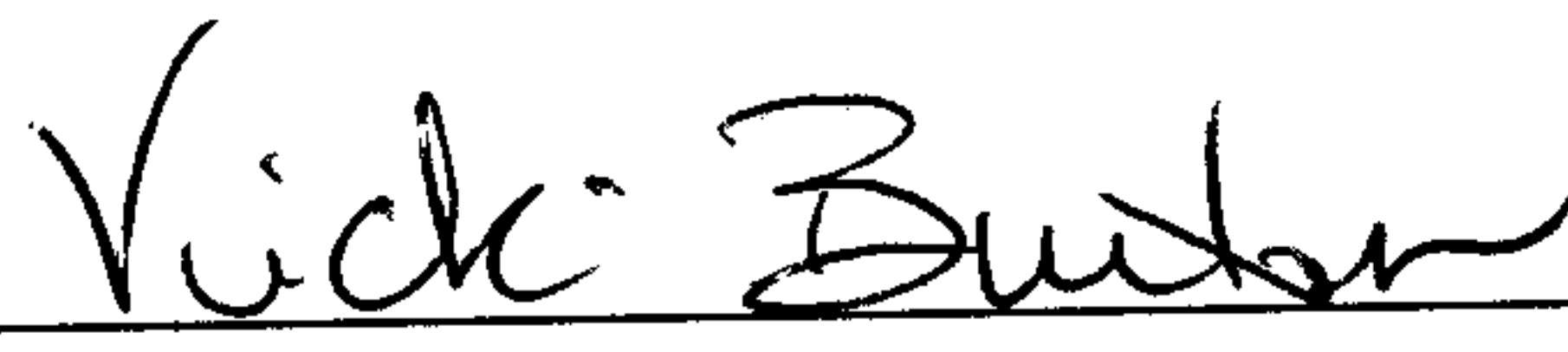
Any amendment to these Articles of Organization shall require unanimous, written approval of the members.

**ARTICLE IX
EXECUTION AND DATE**

These Articles of Organization are executed by and on behalf of the initial members as of the 11 day of MAY, 2010.



R. KEITH BURTON



VICKI BURTON

THIS INSTRUMENT PREPARED BY:
John W. Charles, Esq.
The Anderson Law Firm, L.L.C.
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