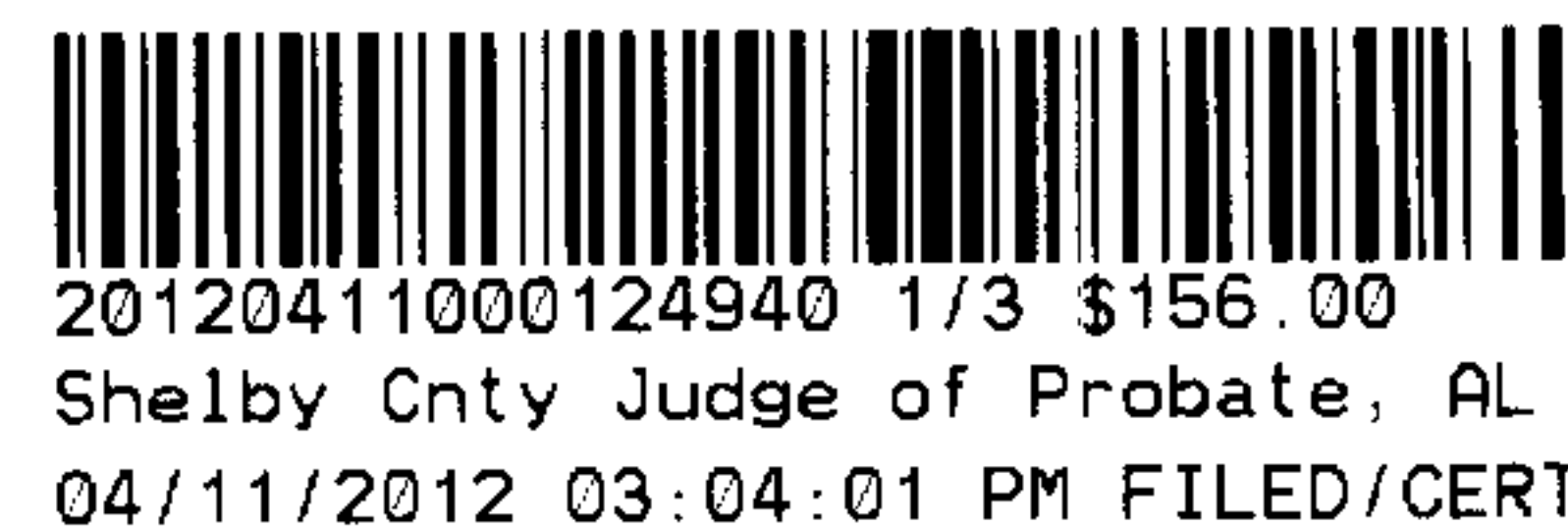


This Instrument Prepared By:
Stacey Davis
Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 20th Street North, Suite 1400
Birmingham, Alabama 35203

ARTICLES OF ORGANIZATION
(Certificate of Formation)
OF
COFFEE SHOP MOVIE, LLC



TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Law, CODE OF ALABAMA, § 10A-5-1.01 et seq. (the "Act"), files these Articles of Organization ("Articles").

1. NAME. The name of the entity (the "Company") being organized and formed pursuant to these Articles is:

Coffee Shop Movie, LLC

2. TYPE OF ENTITY. The Company is an Alabama limited liability company.

3. PURPOSES. The Company is being organized to create a motion picture and all business activities related to or incidental thereto. 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 the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.

4. INITIAL REGISTERED OFFICE AND AGENT. The location and mailing address of the initial registered office of the Company and the name of its initial registered agent at that address are:

Jon Erwin
2990 Brook Highland Drive
Birmingham, Alabama 35242

5. ORGANIZER. The name and mailing address of the person who is acting as the organizer of the Company are:

Stacey Davis
420 20th Street North, Suite 1400
Birmingham, Alabama 35203

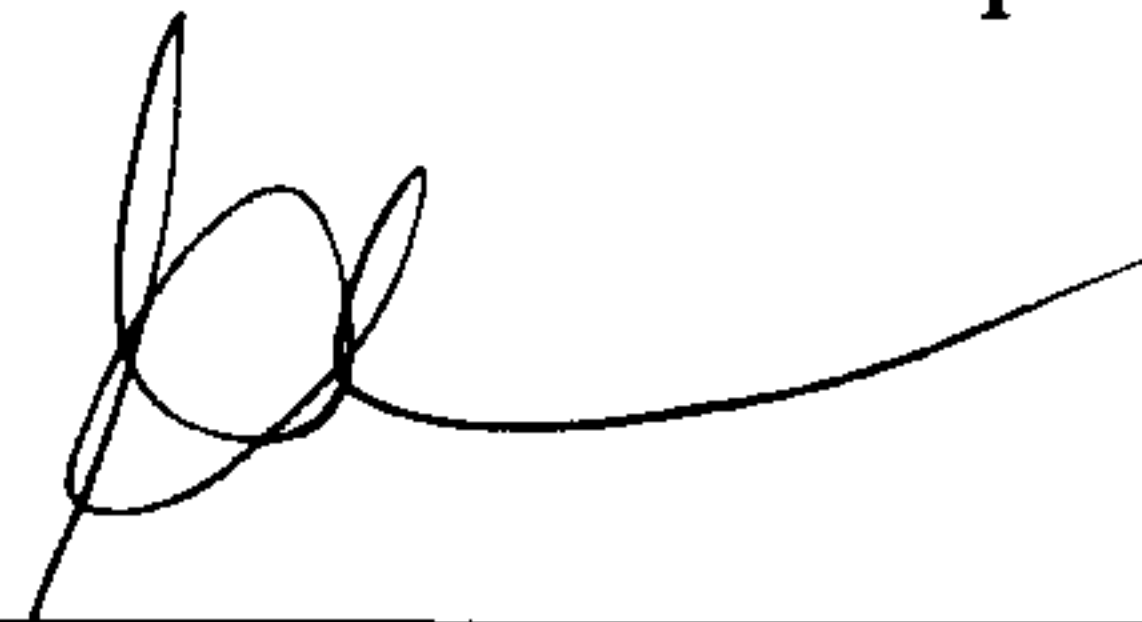
6. ADDITIONAL MEMBERS. Additional members may be admitted to the Company only in accordance with the provisions of the Act and any operating agreement of the Company as such operating agreement may be amended from time to time.

7. CESSATION OF MEMBERSHIP OF ALL MEMBERS. The cessation of membership of all of the members of the Company will result in the dissolution of the Company unless, within ninety (90) days after the cessation of membership of the last member, the holders of all financial rights in the Company agree in writing to continue the legal existence and business of the Company and to appoint one or more new members.

8. INDEMNIFICATION. The Company may indemnify its members, managers (if any), officers, agents and employees to the maximum extent permitted by applicable law.

9. AMENDMENT. The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred herein upon holders of membership interests are granted subject to this reservation; provided, however, that no such amendment, alteration, change or repeal shall be effective without approval of the Members pursuant to the provisions of the operating agreement in effect on the date of any such amendment.

IN WITNESS OF THESE ARTICLES, the undersigned, acting solely as the organizer of the Company under authority of the Act and not as a member of the Company or in any other capacity, has executed these Articles on April 11, 2012.



Stacey Davis, Organizer

Beth Chapman
Secretary of State

20120411000124940 3/3 \$156.00
Shelby Cnty Judge of Probate, AL
04/11/2012 03:04:01 PM FILED/CERT

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama
1975*, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Coffee Shop Movie, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Shirley Padilla, 420 20th Street North, Suite 1400,
Birmingham, AL 35203 for a period of one hundred twenty days beginning April
11, 2012 and expiring August 9, 2012.



601-066

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

April 11, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State