


STATE OF ALABAMA)
COUNTY OF SHELBY)


20121101000420170 1/4 \$81.00
Shelby Cnty Judge of Probate, AL
11/01/2012 01:58:56 PM FILED/CERT

AMENDED

ARTICLES OF ORGANIZATION

OF

TELEGRAPH BRANDING, LLC

The undersigned, for the purpose of updating the original Articles of Organization of a limited liability company under Title 10, Chapter 12 of the Alabama Code (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Amended Articles of Organization with the Probate Judge of the County in which the initial registered agent of the limited liability company will be located and affirm that the facts in these Amended Articles of Organization are true and correct:

ARTICLE I

Name

The name of the limited liability company is Telegraph Branding, LLC (the "Company").

ARTICLE II

Duration

The period of duration of the Company shall be from the date of filing of these Articles of Organization with the Office of the Judge of Probate of Jefferson County, Alabama until the Company shall be dissolved pursuant to (a) the laws of the State of Alabama or (b) the Operating Agreement of the Company, as in effect from time to time.

ARTICLE III

Purposes

The purposes for which the Company is organized are as follows:

- (a) To provide advertising and creative marketing solutions for businesses, non-profits and government agencies.
- (b) To perform any and all business for which a limited liability company may be organized under the Alabama Limited Liability Company Act.

- (c) To accomplish any lawful business whatsoever or which shall at any time appear conducive to or expedient for the protection or benefit of the Company and its property.
- (d) To exercise all other powers necessary to or reasonably connected with the Company's business, which may be legally exercised by a professional limited liability company under the Alabama Limited Liability Company Act or under the laws of any jurisdiction in which the Company may conduct its business.
- (e) To engage in all activities necessary, customary, convenient, or incident to any of the foregoing.

ARTICLE IV

Registered Office: Registered Agent

The location and mailing address of the initial registered office of the Company shall be 635 North Lake Circle, Birmingham, Alabama 35242. The initial registered agent for service of process shall be Kevin Ryan McLendon.

ARTICLE V

Managing Member, Initial Members and Organizer

The name and address of the managing member is:

Kevin Ryan McLendon (40%)
635 North Lake Circle
Birmingham, Alabama 35242

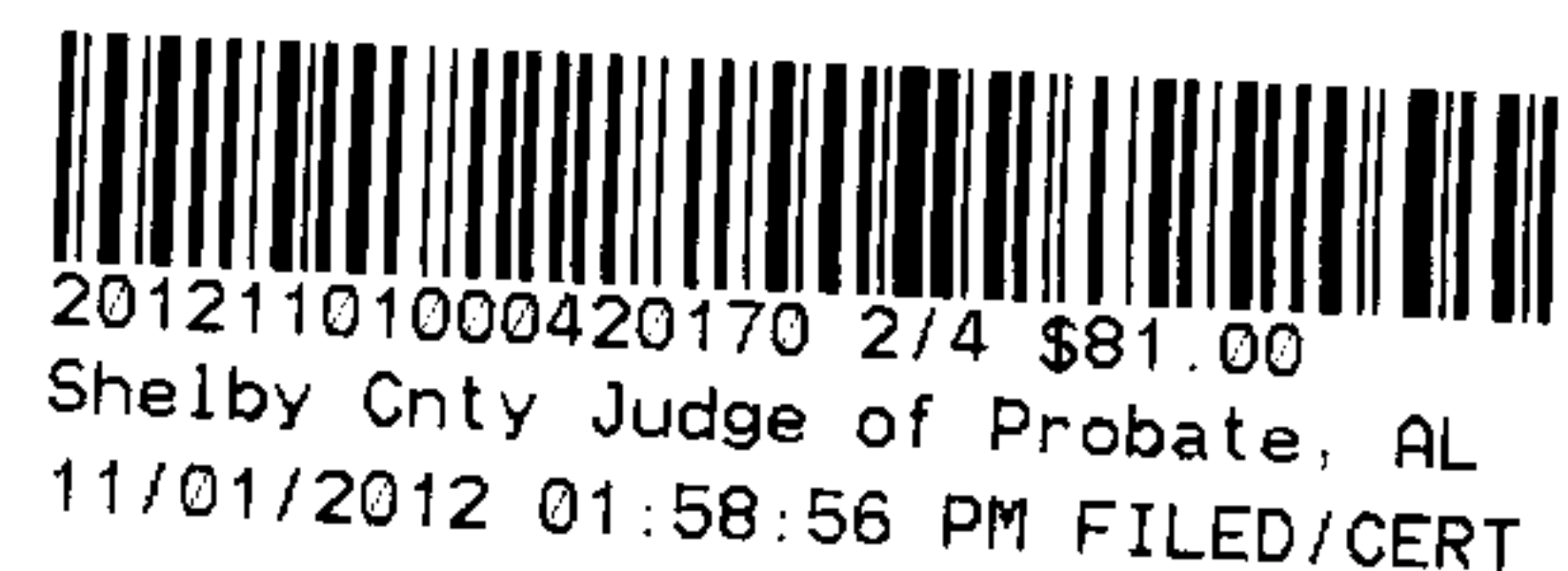
The name and address of the initial members are:

Isaiah Joel Same (40%)
4711 Christie Lane
Birmingham, Alabama 35216

Timothy Lynn Webster (20%)
2464 Glasscott Point
Hoover, Alabama 35226

The name and address of the organizer is:

Kevin Ryan McLendon
635 North Lake Circle
Birmingham, Alabama 35242



ARTICLE VI

Admission of Additional Members

The members of the Company shall have the right to admit additional members to the Company upon the unanimous consent of all of the members of the Company.

ARTICLE VII

Cessation of Membership

The Company shall dissolve upon the cessation of membership of the last remaining Member in accordance with the Operating Agreement of the Company.

ARTICLE VIII

Management

The Company shall be managed by its members.

ARTICLE IX

Powers of the Members

Each Member shall have the power and authority, on behalf of the Company:

- (a) To acquire property from any person and to hold and own property in the name of the Company;
- (b) To invest any Company funds temporarily (by way of example but not limitation) in time deposits, short-term governmental obligations, commercial paper or other investments;
- (c) To dispose of the Company's property in the ordinary course of the Company's business;
- (d) To borrow money for the Company from banks, other lending institutions, any Member or any affiliate of the Member on such terms as such Members deem appropriate and in connections therewith, to hypothecate, encumber, and grant security interests in the Company's property to secure repayment of the borrowed sums; provided however, that no debt in excess of \$5,000 shall be contracted or liability incurred by or behalf of the Company except as expressly authorized by the consent of a Member or Members holding a majority of the Membership Units

of the Company;

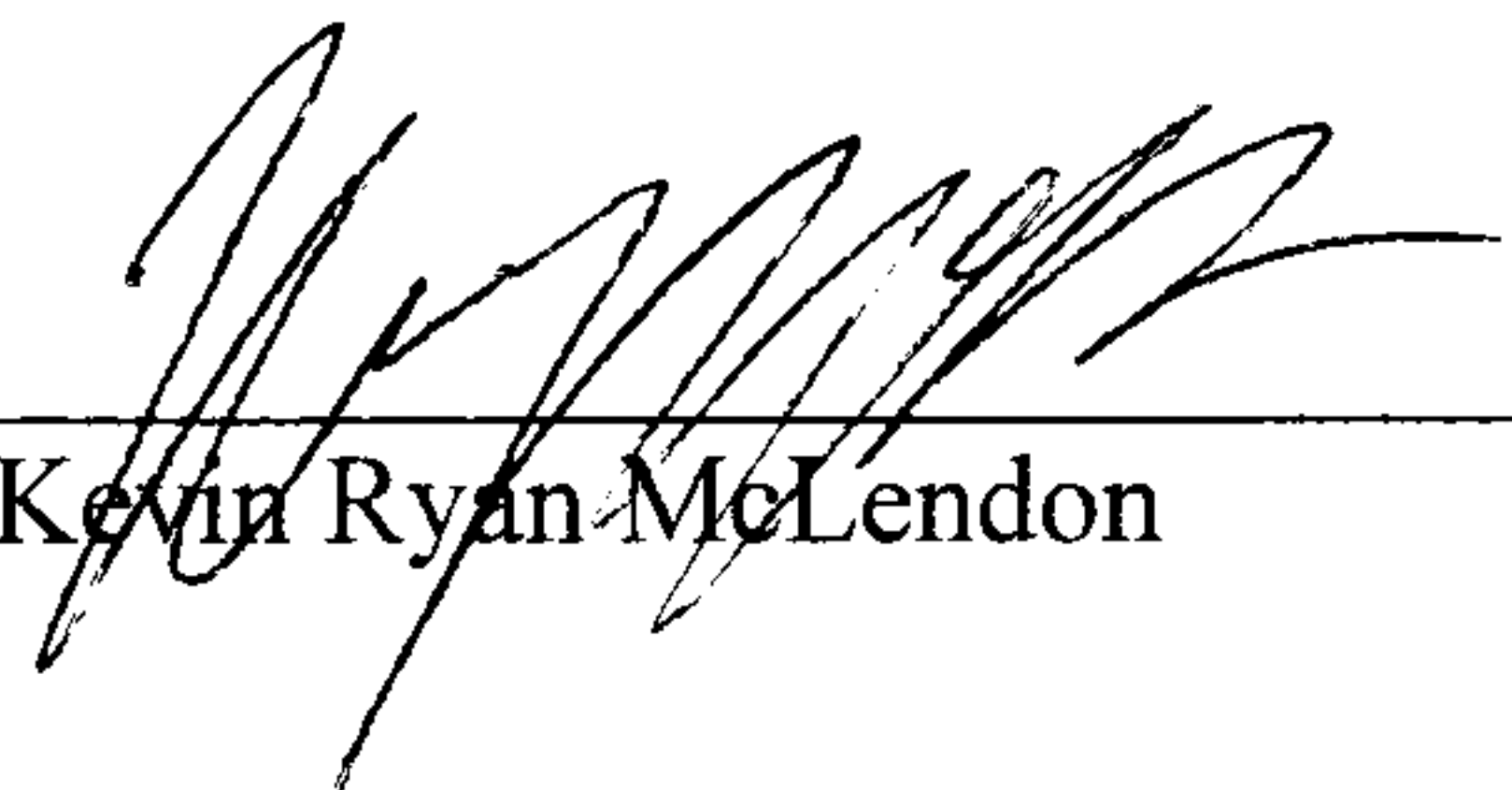
- (e) To execute on behalf of the Company all instruments and documents, including without limitation, checks, drafts, notes and other negotiable instruments, mortgages or deeds of mortgage, or disposition of the Company's property, assignments, bills of sale, leases, partnership agreements, operating agreements of other limited liability companies, and any other instruments or documents necessary to the business of the Company; provided however, that any such instrument or document to be executed on behalf of the Company to secure an amount in excess of \$5,000.00 shall require the prior written consent of a Member or Members holding a majority of the Membership Units of the Company;
- (f) To purchase liability and other insurance to protect the Company's property and business;
- (g) To employ accountants, legal counsel, managing agents or other experts to perform services for the Company and to compensate them from Company funds;
- (h) To enter into any and all other agreements on behalf of the Company with any other person for any purpose; and
- (i) To do and perform any and all other acts as may be necessary or appropriate to the conduct of the Company's business.

ARTICLE X

Liability

The members of the Company shall have no liability for any debt, obligation, or liability of the Company, except as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization this the 25th day of October, 2012.



Kevin Ryan McLendon

