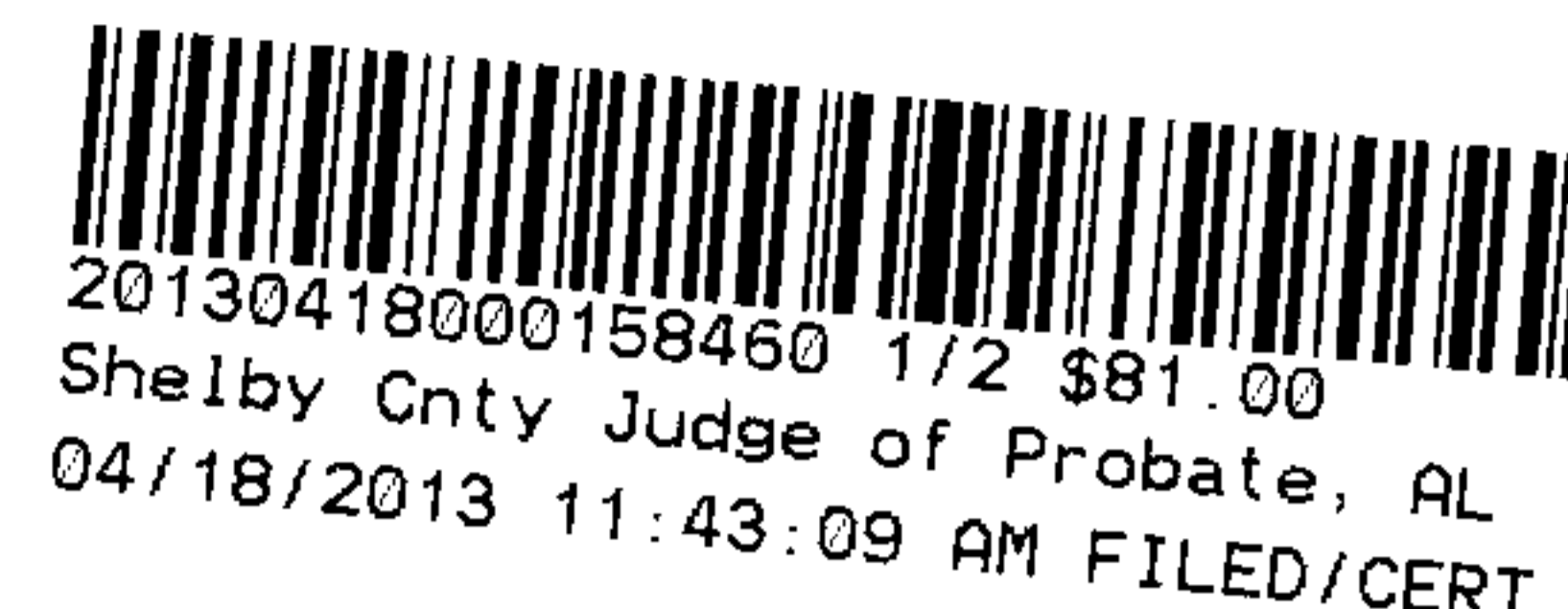


Stacey A. Davis, Attorney at Law
Baker, Donelson, Bearman, Caldwell & Berkowitz,
A Professional Corporation
420 North 20th Street, Suite 1400
Birmingham, Alabama 35203



AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
ERWIN BROTHERS FILMS, LLC

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

Pursuant to the provisions of CODE OF ALABAMA § 10A-5-2.03, the undersigned limited liability company hereby files the following Amendment to its Articles of Organization (this "Amendment"):

1. NAME. The name of the limited liability company (the "Company") is:
Erwin Brothers Films, LLC
2. ORIGINAL ARTICLES. The Articles of Organization of the Company were filed in the office of the Judge of Probate of Shelby County, Alabama on July 27, 2009 under Instrument Number 20090727000287340.
3. TEXT OF AMENDMENT. Article One of the Articles of Organization of the Company is hereby deleted in its entirety and the following is substituted in lieu thereof:

ARTICLE ONE

The name of the Company is Red Sky Studios, LLC.

4. APPROVAL. The foregoing amendment has been approved by the members of the Company.
5. EFFECT. Except as amended hereby, the Articles of Organization of the Company are unchanged and remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being the authorized member of the Company has executed this Amendment on the 14 day of April, 2013.

ERWIN BROTHERS FILMS, LLC

By: 

Jonathan D. Erwin
Authorized Member

Beth Chapman
Secretary of State

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:

Red Sky Studios, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Baker Donelson Bearman Caldwell & Be, 420 North
20th Street, Suite 1400, Birmingham, AL 35203 for a period of one hundred
twenty days beginning April 12, 2013 and expiring August 11, 2013.



625-135

**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 12, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State



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Shelby Cnty Judge of Probate, AL
04/18/2013 11:43:09 AM FILED/CERT