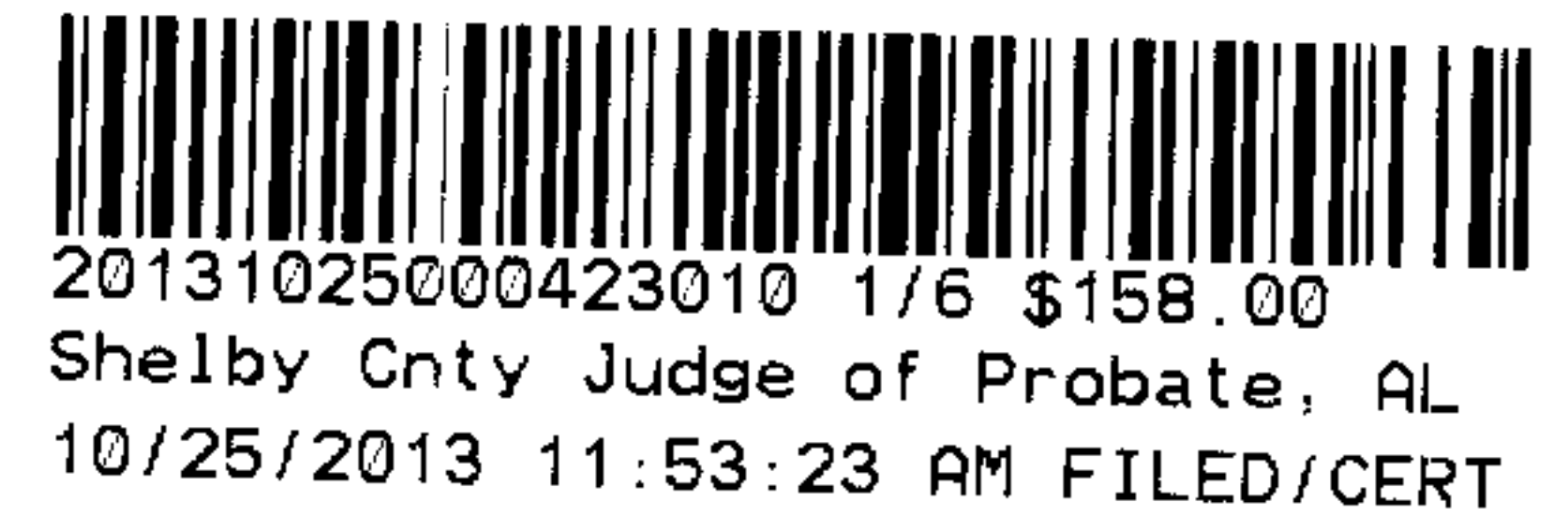


STATE OF ALABAMA)

SHELBY COUNTY)



**CERTIFICATE OF FORMATION
OF
bridge623, L.L.C.**

The undersigned organizer, desiring to form a limited liability company pursuant to the Alabama Limited Liability Company Act (the "Act"), does hereby certify as follows:

ARTICLE I

NAME

The name of the limited liability company is bridge623, L.L.C, (the "Company").

ARTICLE II

DURATION

The existence of the Company shall commence on the date of the filing of this Certificate of Formation in the Office of the Probate Judge of Shelby County, Alabama, and its duration shall be perpetual; provided, however, that the Company shall be dissolved (a) upon the written consent of all the members thereof; (b) as provided in the Operating Agreement, or (c) as may be required by the Act.

**ARTICLE III
PURPOSES AND POWERS**

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the Company are to do any or all of the things herein mentioned as fully, and to the same extent, as natural persons might or could do, in any part of the world, including, but not limited to:

- A. To sell music CDs.
- B. To borrow money and for the purpose of carrying on the business of this Company, to lease, buy, sell, convey, rent, and mortgage or pledge, both real and personal property as the same shall be necessary or incidental to the carrying on of such business, and generally to do all things that may be necessary or incidental to the carrying on of such business.
- C. Subject to the limitations and restrictions imposed by law, to make, accept, endorse, execute, and issue promissory notes, bills of exchange, bonds, debentures, or other obligations from time to time for the purchase of property or for any purpose in or about the business of the company.
- D. To establish lines of credit with banking houses for the purposes hereinabove enumerated and set forth, to incur indebtedness, to raise, borrow, and secure the payment

of money in any lawful manner, including the issue and sale or other disposition of warrants, bonds, debentures or obligations, negotiable and transferable instruments, and evidences of indebtedness of any kind, whether secured by mortgage, pledge, deeds of trust, or otherwise, for the purpose of adding additional capital, or for any other purposes in or about its business or affairs without limit as to amount, except as provided by statute, this to be done on such terms and conditions and by such officers as such banking house or houses may require.

E. To acquire the property, rights, franchises, certificates, and good will, including the whole or any part of the assets, and in connection therewith, assume or guarantee such liabilities of any person, firm, association, or other corporation as this Company may lawfully acquire or assume, to pay for the same in cash, or in stocks or bonds of this Company, or otherwise.

F. To subscribe for, buy, sell and own stock, notes, or bonds of any other Company.

G. To engage in any other lawful activity, except that of banking or insurance.

The foregoing clauses shall be construed as powers, as well as objects and purposes, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no way limited by reference to or inference from the terms of any other clause, which shall be regarded as independent objects, purposes, and powers. The enumeration of specific objects, purposes, and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the powers of the Company now or hereafter conferred by law, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

ARTICLE IV

REGISTERED OFFICE AND AGENT

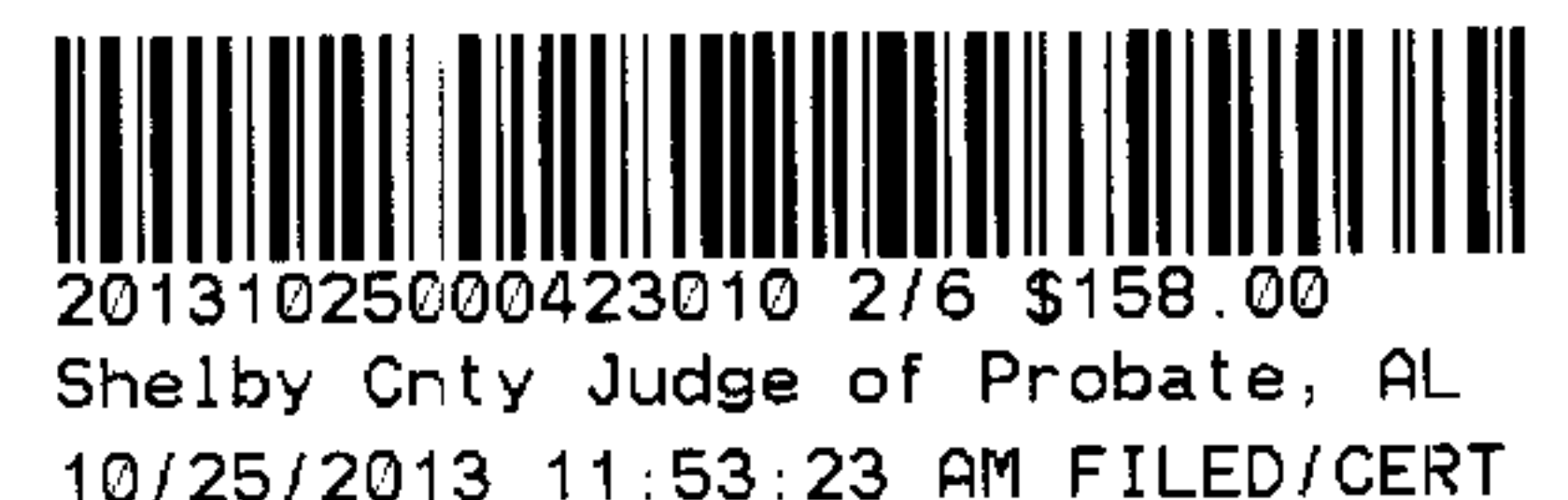
The location and street address of the Company's initial registered office is 7608 Spencer Lane, Helena, AL 35080. The name of the Company's initial registered agent at such address is Connie Reynolds.

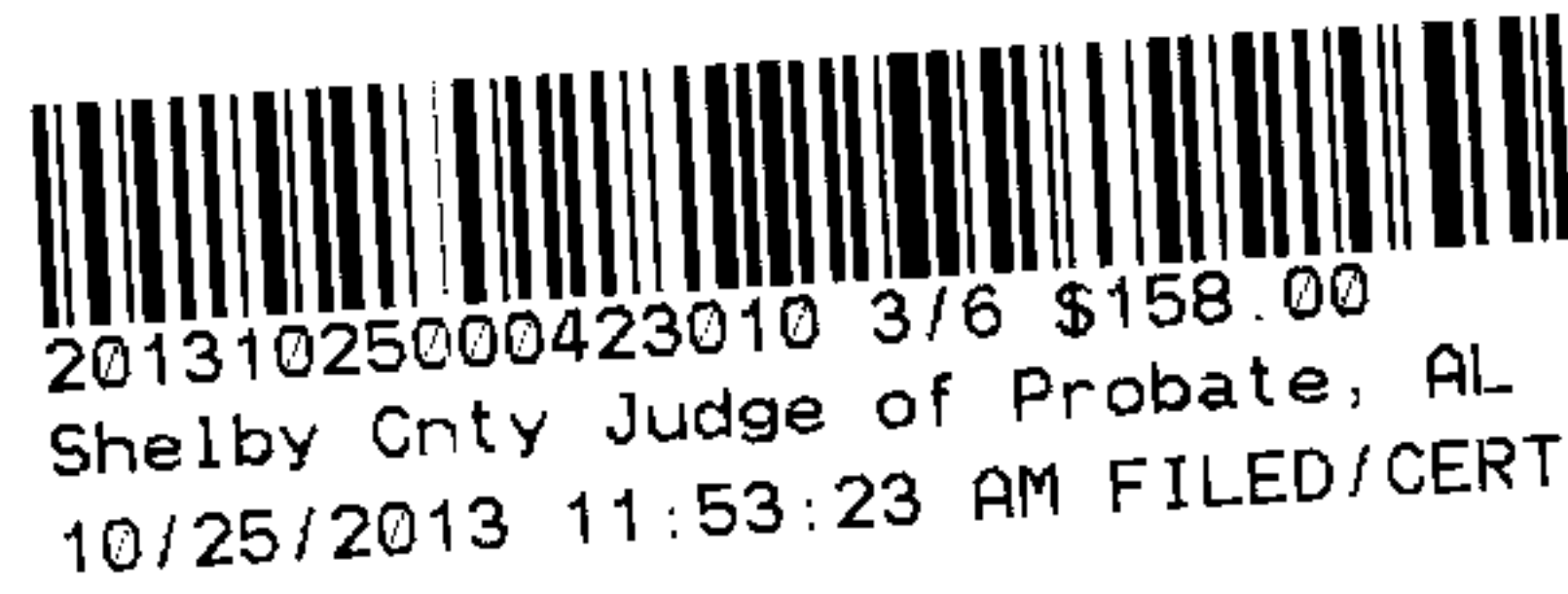
ARTICLE V

INITIAL MEMBERS

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

<u>Name</u>	<u>Address</u>
Connie Reynolds	7608 Spencer Lane Helena, AL 35080
Hester Maginnis	503 Fieldstone Dr. Helena, AL 35080





Pam Sapp

6088 Hwy. 17
Helena, AL 35080

Additional members may be admitted upon the approval of the Initial Member or in accordance with such other terms, conditions, and procedures as shall be imposed in the Company's Operating Agreement, as amended from time to time.

ARTICLE VI

CONDUCT OF BUSINESS

The Initial Member, as well as any and all future members, and the Company intend that the Company shall not be treated as a partnership for any purpose other than federal and state tax purposes and the formation and operation of the Company shall not be construed to suggest otherwise. The filing of Federal or Alabama partnership tax returns, or any other tax return schedule for attachment to a Member's individual tax return, by or on behalf of the Company, shall not be construed as conduct of the business of the Company in any form or entity other than as a limited liability company. The business of the Company is not and shall not be conducted as either a sole proprietorship or general partnership under the laws of the State of Alabama at any time whatsoever.

ARTICLE VII

COMPANY OWNERSHIP OF BUSINESS PROPERTY

All business property of the Company shall be owned by the Company. All title shall be held in the Company's name unless otherwise agreed upon by the Member, and any future members, in writing. Each Member hereby acknowledges that he, she, or it has no right to require partition of such business property.

The funds of the Company shall be deposited in such bank account or accounts, or invested in such interest bearing and non-interest bearing investments, as shall be determined by the Manager. All withdrawals from any such bank accounts shall be made by the duly authorized agent or agents of the Company. Company funds and assets shall be held in the name of the Company and shall not be commingled with those of any Member, nor with those of any other person or entity.

ARTICLE VIII

NO MEMBER LIABILITY FOR COMPANY

OBLIGATIONS

The formation and operation of the Company shall not be construed to obligate the Initial Member, nor any and all future members, of the Company for any liability, or claim of creditors, of the

Company, unless such liabilities and claims shall first have been previously guaranteed personally by such Members.

Except as otherwise required in the Act, no Member shall have any liability to restore any portion of a deficit balance in the Member's capital account, for purposes of personally satisfying any claim of a creditor of the Company, other than a Member's obligation to pay his, her, or its initial capital contribution and any additional capital contributions as may have been agreed to in a writing obligating a Member to the Company for such amounts.

ARTICLE IX

CONTINUATION OF BUSINESS

Upon the occurrence of there being no member of the Company, the Company shall be dissolved. Notwithstanding the foregoing, the then remaining holders of all financial interests and rights in the Company shall have the opportunity to continue the legal existence and business of the Company by the appointment of one or more new members upon an affirmative vote by the holders of all such interests and rights, or as otherwise may be provided in the Company's Operating Agreement, once adopted.

ARTICLE X

MANAGEMENT

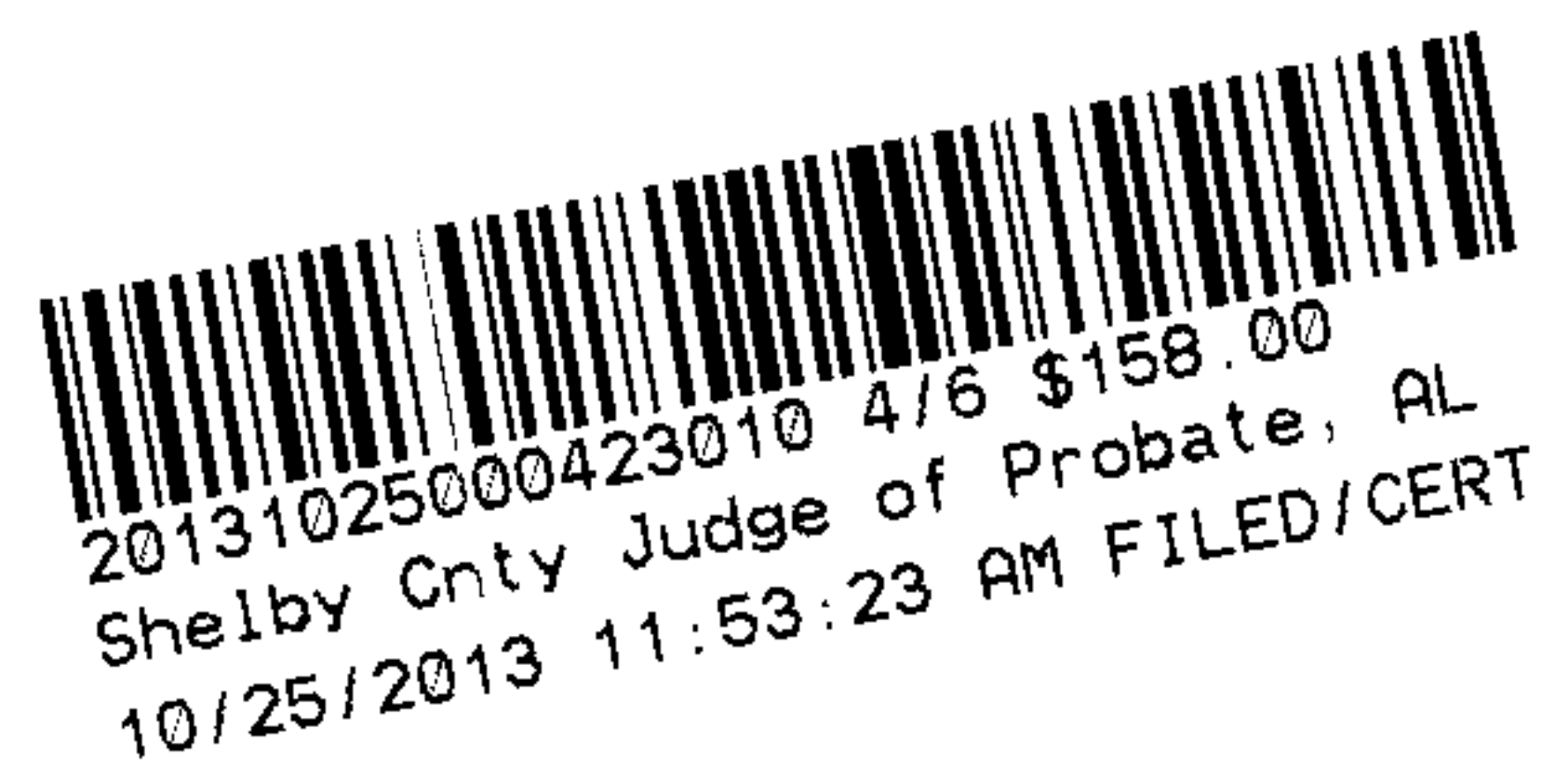
The management of the Company shall be vested in its managers, who shall initially be Pam Sapp, whose address is 6088 Hwy. 17, Helena, AL 35080

ARTICLE XI

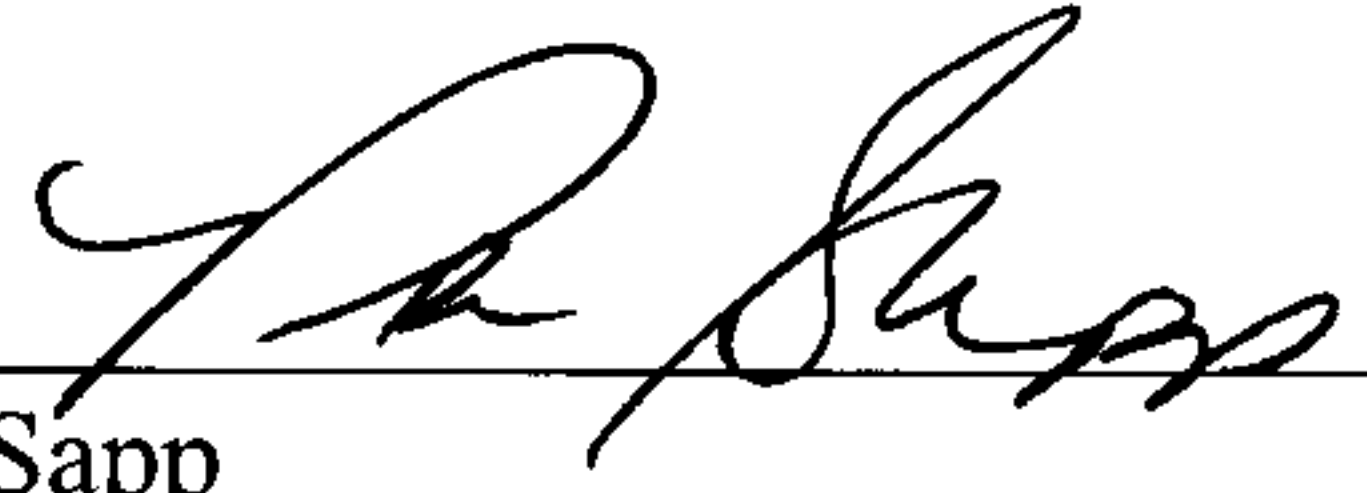
ORGANIZER

The name of the organizer of the Company is Pam Sapp, whose address is 6088 Hwy. 17, Helena, AL 35080.

[Signature appears on the following page]



IN WITNESS WHEREOF, the undersigned organizer of the Company has hereunto set his hand
and seal on this, the 25 day of OCTOBER, 2013



Pam Sapp
(ORGANIZER)

This instrument was prepared by:

Pam Sapp
6088 Hwy. 17
Helena, AL 35080


20131025000423010 5/6 \$158.00
Shelby Cnty Judge of Probate, AL
10/25/2013 11:53:23 AM FILED/CERT

Jim Bennett
Secretary of State

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

STATE OF ALABAMA

**I, Jim Bennett, 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:

bridge623, L.L.C.

This name reservation is for the exclusive use of bridge623, L.L.C., 7608 Spencer
Ln, Helena, AL 35080 for a period of one year beginning October 23, 2013 and
expiring October 23, 2014

20131025000423010 6/6 \$158.00
Shelby Cnty Judge of Probate, AL
10/25/2013 11:53:23 AM FILED/CERT



RES640042

**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.**

October 23, 2013

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State