



ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED EFFECTIVE

2006 JUN -1 AM 8:27

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Liquid Audio, LLC

2. The street address of the initial registered office is:

816 Church Street, Sandpoint ID 83864

and the name of the initial registered agent at the above address is:

Mitchell B. Fullerton

3. The mailing address for future correspondence is:

PO Box 517, Sandpoint ID 83864

4. Management of the limited liability company will be vested in:

Manager(s) ☒ or Member(s) ☐ (please check the appropriate box)

5. If management is to be vested in one or more manager(s), list the name(s) and address(es) of at least one initial manager. If management is to be vested in the member(s), list the name(s) and address(es) of at least one initial member.

Name	Address
<u>Mitchell B. Fullerton</u>	<u>816 Church Street, Sandpoint ID 83864</u>
<u>Toni M. Fullerton</u>	<u>816 Church Street, Sandpoint ID 83864</u>
<u>Michael J. Thompson</u>	<u>PO Box 1934, Priest River ID 83856</u>
<u>Shanna M. Ascher</u>	<u>PO Box 1934, Priest River ID 83856</u>
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<u> </u>	<u> </u>

6. Signature of at least one person responsible for forming the limited liability company:

Signature: *Toni M. Fullerton*
 Typed Name: Toni M. Fullerton
 Capacity: Manager

Signature:
 Typed Name:
 Capacity:

Secretary of State use only

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IDAHO SECRETARY OF STATE
 06/01/2006 05:00
 CK: 6685 CT: 200905 BH: 957636
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