

405+19-99

**ARTICLES OF ORGANIZATION
OF
ACME HOLDINGS LLC**

ARTICLE I

The name of this limited liability company (the "Company") is:

ACME HOLDINGS LLC

ARTICLE II

The street address and mailing address of the Company's initial registered office are 888 S. W. Fifth Ave., Suite 900, Portland, Oregon 97204; and the name of the Company's initial registered agent at that address is James T. Dunn.

ARTICLE III

The mailing address to which notices, as required by the Oregon Limited Liability Company Act, may be mailed until the principal office of the Company has been designated in an annual report is 888 S. W. Fifth Ave., Suite 900, Portland, Oregon 97204.

ARTICLE IV

The Company is a member-managed limited liability company and will not have any managers.

ARTICLE V

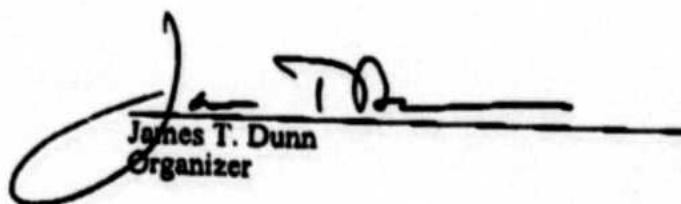
The name and address of the sole organizer of the Company are:

James T. Dunn
888 S. W. Fifth Ave., Suite 900,
Portland, Oregon 97204.

ARTICLE VI

The duration of the Company will be perpetual.

DATED: January 5, 2007,


James T. Dunn
Organizer

Person to contact about this filing:
James T. Dunn
503-220-4270

FILED

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OREGON
SECRETARY OF STATE

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