

**AFFIDAVIT OF PUBLICATION**

STATE OF ARIZONA)
:SS.
COUNTY OF PIMA)

MARILEE WRIGHT being first duly sworn, deposes and says that (he) (she) is the Legal Advertising Manager of the **GREEN VALLEY NEWS and SUN**, a newspaper published every Wednesday and Friday in the County of Pima, State of Arizona, and of general circulation in said County, and that the hereto attached

ARTICLES OF ORGANIZATION**YL PROPERTIES, LLC****L-1154944-5**

was printed and published in the regular and entire issue of said **GREEN VALLEY NEWS and SUN** for 3 issues; that the first was made on the 15TH day of **OCTOBER, 2004** and the last publication thereof was made on the 22ND day of **OCTOBER, 2004**; that said publication was made on each of the following dates, to-wit:

10/15/04
10/20/04
10/22/04

RECEIVED874995
NOV 10 2004**ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION**

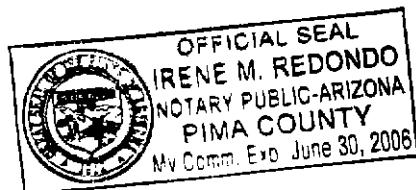
Request of (L) LUZ O. RAMIREZ

**green valley news
and sun**By *Marilee Wright*

Subscribed and sworn to before me this 22ND day of **OCTOBER, 2004**.

Notary Public in and for the County of Pima, State of Arizona

My Commission Expires: JUNE 30, 2006



ARTICLES OF ORGANIZATION
OF
YL PROPERTIES, LLC

1. The name of this limited liability company is: YL PROPERTIES, LLC

2. This limited liability company is organized to transact the following business: ownership and development of real property and any and all other lawful business for which a limited liability company may be organized under Arizona law.

3. The address of the registered office of this limited liability company is: 585 S. Cherry Avenue, Suite 151 Tucson, Arizona 85719

4. The name and business address of the agent for service of process are: LUZ O. RAMIREZ 585 S. Cherry Avenue, Suite 151 Tucson, Arizona 85719

5. Management of this limited liability company is reserved to its members, the original number of which is two, whose names and addresses are: MARK KAHLICH 585 So. Cherry Avenue, Suite 151 Tucson, AZ 85719 HER-RICK PARTNERS, L.P. 1226 Commerce Street, Suite 300 Dallas, TX 75202-4328

DATED: September 27, 2004 s- Luz O. Ramirez 585 S. Cherry Avenue, Suite 151 Tucson, Arizona 85719

CONSENT OF STATUTORY AGENT I, Luz O. Ramirez, having been designated to act as statutory agent for YL PROPERTIES, LLC, an Arizona limited liability company, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes. s-Luz O. Ramirez

Req: LUZ O. RAMIREZ

Pub: Green Valley News & Sun

Date: October 15, 20, 22, 2004*

**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION
SUBMISSION COVER SHEET**

THIS DOCUMENT SUBJECT TO PUBLIC RECORD - Important: use a separate cover sheet for each document

Regarding (Name/proposed name for Corp./LLC): YL Properties, LLC

Please Check or Complete the Appropriate Sections:

- A. 1. ☐ NEW Entity Filing ☐ CHANGE to Existing Entity ☐ Resubmission/Corrected Document
2. ☐ Domestic (from Arizona) ☐ Foreign (organized in another state or country)
3. ☐ Profit/Business Corporation (B) ☐ Nonprofit Corporation (NP) ☒ LLC ☐ Trust ☐ Other
4. Payment ☐ Check # _____ ☐ Cash ☐ MOD account # _____
Amount: \$ _____ ☐ No fee required ☐ See attached distribution of funds instructions
5. Processing ☐ Expedited (usually 1-3 day turn-around, \$35 Additional Fee Per Document)
☐ Regular (usually 4-7 week turn-around)

B. Filing Type: (Check one only)

- ☐ Articles of Domestication
- ☐ Articles of Incorporation
- ☐ Articles of Organization
- ☐ Application to Transact Business(B)
- ☐ Application to Conduct Affairs (NP)
- ☐ Application for New Authority
- ☐ Application for Registration
- ☐ Articles of Amendment
- ☐ Articles of Amendment & Restatement

- ☒ Publication of Art. of Org Notice of Filing
- ☐ Articles of Correction
- ☐ Merger of (name): _____
Into: _____
- ☐ Other: _____

C. Special Instructions: _____

D. Extras:

- ☐ Certified Copies- _____ (Qty. @ \$5 ea. for corps or \$10 ea. for LLCs) ☐ Expedite Certified Copies (\$35 extra)
- ☐ Good Standing Certificate- _____ (Qty. @ \$10 ea.) ☐ Expedite Good Standing (\$35 extra)

E. RETURN DELIVERY VIA: ☒ Mail or ☐ Pick Up or ☐ Fax # (_____)

The following individual should be called to pick up completed documents:

Name: _____

Phone: (_____) _____

Pick-up by: _____

Date: _____

Please respond promptly to phone messages. Documents will be mailed if they are not picked up in a timely manner - approximately two weeks. In that event, the documents should be mailed to the following address:

Name: LUZ Ramirez Firm: YL Properties LLC

Address: 585 S. Cherry #151

City, State, Zip: TUCSON AZ 85719