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JAN 05 2005

FILE NO. L1173622-7

ARTICLES OF ORGANIZATION
A.R.S. §29-632

1. Name. The name of the limited liability company is: **Smoke 'm Prescott Valley, LLC**
2. Known Place of Business. The address of the company's known place of business in Arizona is: **c/o 9430 E. Sandy Vista Drive, Scottsdale, AZ 85262**
3. Statutory Agent. The name and street address of the statutory agent of the company is: **Kendra Anne Roberts, 9430 E. Sandy Vista Drive, Scottsdale, AZ 85262**

Acceptance of Appointment By Statutory Agent

I, Kendra Anne Roberts, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

Signature of Statutory Agent: Kendra Roberts

4. Dissolution. The latest date, if any, on which the limited liability company must dissolve is:

5. Management.

Management of the limited liability company is **vested in a manager**. The names and addresses of each person who is a manager AND each member who owns a twenty percent or greater interest in the capital or profits of the limited liability company are:

☐ member ☒ manager

☒ member ☐ manager

Smoke 'em, Inc., an Arizona Close Corporation
9430 East Sandy Vista Drive
Scottsdale, AZ 85262

Terrie Lee Newkirk
P.O. Box 2581
Chino Valley, AZ 86323

6. An Operating Agreement will be adopted by January 31, 2005.

EXECUTED this 1st day of January 2005.

Robert Preston Roberts
Robert Preston Roberts

480-220-5433 phone

480-575-1077 fax

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#1276

**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): Smoke 'm Prescott Valley 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 # 1226 ☐ Cash ☐ MOD account # _____
Amount: \$ _____ ☐ No fee required ☐ See attached distribution of funds instructions

5. Processing ☒ Expedited (Priority service, \$35 Additional Fee Per Document)
 ☐ Regular (usually 2-4 months)

B. Filing Type: (Check one only)

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

☐ Publication of _____
☐ 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: R.P. ROBERTS Phone: (480) 220-5433

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: R.P. ROBERTS Firm: Smoke 'em

Address: 9430 E. Sunset Vista Dr

City, State, Zip: Scottsdale AZ 85262