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THE RECORD REPORTER

~ SINCE 1914 ~

1505 N. Central Avenue, Suite 200, Phoenix, Arizona 85004-1725
Telephone (602) 417-9900 / Fax (602) 417-9910

MARIA L. MONTOYA
TROPI PALMS, LLC
29021 N 44 PL
CAVE CREEK, AZ 85331

RR#: 800005

ARTICLES OF ORGANIZATION
FOR

TROPI-PALMS, LLC.

The undersigned, acting as Members of a company under the Arizona Limited Liability Company Act, adopt the following Articles of Organization for such company.

ARTICLE I

The name of the limited liability company is TROPI-PALMS, LLC.

ARTICLE II

The address of the registered office in Arizona is 29021 N. 44th Place, Cave Creek, AZ 85331.

ARTICLE III

The name and address of the initial statutory agent of the company is MARIA L. MONTOYA, 29021 N. 44th Place, Cave Creek, AZ 85331. By her signature hereunder, the designated statutory agent confirms she has resided in Arizona for at least three years and accepts said designation.

ARTICLE IV

The latest date on which the limited liability company is to dissolve is perpetual.

ARTICLE V

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

Gilberto Montoya, Manager
29021 N. 44th Place
Cave Creek, AZ 85331

Maria L. Montoya, Manager
29021 N. 44th Place
Cave Creek, AZ 85331

The names and addresses of each person who is a member are:

Gilberto Montoya, Member
29021 N. 44th Place
Cave Creek, AZ 85331

Maria L. Montoya, Member
29021 N. 44th Place
Cave Creek, AZ 85331

EXECUTED this 20th day of January, 2004.

/s/Gilberto Montoya
/s/Maria L. Montoya

Phone: 480-419-1336

The person(s) executing this document need not be member(s) of the limited liability company at the time of formation or after formation has occurred.

Acceptance of Appointment By Statutory Agent

I, Maria L. Montoya, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted with the Arizona Revised Statutes.

/s/Maria L. Montoya

04/06/2005, 04/08/2005, 04/11/2005
RR-800005#

AFFIDAVIT OF PUBLICATION

Reference #:

L-1169333-9

Notice Type:

AO Articles of Organization

Ad Description:

TROPI-PALMS, LLC.

I, DIANE HEUEL, am authorized as the publisher to make this affidavit. Under oath, I state that the following is true and correct.

THE RECORD REPORTER is a newspaper of general circulation published Monday, Wednesday and Friday except legal holidays, in the County of Maricopa, State of Arizona. The copy hereto attached is a true copy of the advertisement as published on the following dates:

04/06/05, 04/08/05, 04/11/05

[Signature]

Subscribed and sworn to before me on the 11th day of April, 2005



RECEIVED

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ARIZONA CORP COMMISSION
CORPORATIONS DIVISION