

AZ CORPORATION COMMISSION
FILED

JUN 24 2005

FILE NO. 2-121185-8

"EXP"

ARTICLES OF ORGANIZATION

OF

M & R COMMUNICATIONS, LLC

AZ Corp. Commission



01248055

The undersigned hereby form a limited liability company under the laws of the State of Arizona, and for such purpose adopt Articles of Organization as follows:

ARTICLE 1

Name. The name of this limited liability company is M & R Communications, LLC.

ARTICLE 2

Address. The address of the registered office of this limited liability company is:
2345 East Thomas Road, Suite 312
Phoenix, AZ 85016

ARTICLE 3

Statutory Agent. The name and address of the Statutory Agent for this limited liability company is:

Jeffrey S. Kaufman, Esq.
5725 N. Scottsdale Road, Suite 190
Scottsdale, Arizona 85250

ARTICLE 4

Duration. The latest date which this limited liability company will dissolve is December 31, 2175.

ARTICLE 5

Management. The management of this limited liability company shall be vested

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in its manager(s). The name and address of the initial Manager of this limited liability company is:

Rossy Albino
13516 East Gold Dust Avenue
Scottsdale, AZ 85259

ARTICLE 6

Members. There are or will be one or more members of this limited liability company at the time of its formation. At the time of organization, the names and addresses of the member(s) of this limited liability company are:

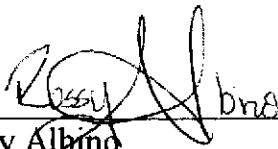
Rossy Albino
13516 East Gold Dust Avenue
Scottsdale, AZ 85259

Andiamo Telecom, L.L.C.
10575 North 114th Street
Scottsdale, AZ 85259

ARTICLE 7

Transferability. A member can assign or sell his, her or its interest in this limited liability company only as provided in the Operating Agreement executed by the member(s) of this limited liability company.

DATED this 15 day of June, 2005.



Rossy Albino

2-121185-8

Andiamo Telecom, L.L.C.

an Arizona Manager Managed Limited Liability Company, by its Manager:

CARA Management, LLC (Manager of Andiamo Telecom, L.L.C.)

an Arizona Manager Managed Limited Liability Company, by its Manager:

Soney Enterprises, LLC (Manager of CARA Management, LLC)

a Delaware Member Managed Limited Liability Company, by its Manager:


Joseph M. Rao
Manager of Soney Enterprises, LLC

Jeffrey S. Kaufman, Ltd.

Attorney at Law

JEFFREY S. KAUFMAN*
*A PROFESSIONAL CORPORATION
jkaufman@dancristelecom.com

Scottsdale Place

5725 NORTH SCOTTSDALE ROAD, SUITE 190
SCOTTSDALE, ARIZONA 85250-5920
TELEPHONE (480) 994-8000
FAX (480) 994-8129

June 23, 2005

Hand Delivered

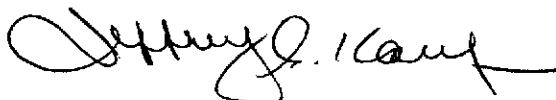
ARIZONA CORPORATION COMMISSION
1200 West Washington
Phoenix, Arizona 85007

Re: M & R Communications, LLC

To Whom It May Concern:

The undersigned agrees to serve as Statutory Agent for above named
limited liability company.

Very truly yours,



Jeffrey S. Kaufman

JSK:amh
cc: Mickey Rao

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION
SUBMISSION COVER SHEET

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

DATE: June 23, 2005

Regarding (Name/proposed name for Corp./LLC): M & R Communications, 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 #1332 ☐ Cash ☐ MOD account # RECEIVED
- Amount: \$85.00 ☐ No fee required ☐ See attached distribution of funds instructions JUN 24 2005
5. Processing ☒ Expedited (usually 1-3 day turn-around, \$35 Additional Fee Per Document) ☐ Regular (usually 4-7 week turn-around)
- ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

B. Filing Type: (Check one only)

- | | |
|--|--|
| <input type="checkbox"/> Articles of Domestication | <input type="checkbox"/> Articles of Amendment & Restatement |
| <input type="checkbox"/> Articles of Amendment | <input type="checkbox"/> Publication of _____ |
| <input type="checkbox"/> Articles of Incorporation | <input type="checkbox"/> Articles of Correction |
| <input checked="" type="checkbox"/> Articles of Organization | <input type="checkbox"/> Merger of (name): _____ |
| <input type="checkbox"/> Application to Transact Business(B) | Into: _____ |
| <input type="checkbox"/> Application to Conduct Affairs (NP) | <input type="checkbox"/> Other: _____ |
| <input type="checkbox"/> Application for New Authority | |
| <input type="checkbox"/> Application for Registration | |

C. Special Instructions: please return an approved (not certified) copy to this office via Attorney service

D. Extras:

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

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

The following individual(s) will pick up completed documents:

Name: Liddy Legal Services Phone: (602) 297-0676

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: Jeffrey S. Kaufman, Esq.
Firm: JEFFREY S. KAUFMAN, LTD.
Address: 5725 N. Scottsdale Rd., Ste. 190
City, State, Zip: Scottsdale, AZ 85250