

AZ CORPORATION COMMISSION  
FILED

JUL 18 2005

FILE NO. L-1715265-1

"EXP"

ARTICLES OF ORGANIZATION  
OF  
KABUKI OF PINETOP, L.L.C.



01269201

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, do hereby adopt the following Articles of Organization for the Limited Liability Company:

ARTICLE I

The name of the Limited Liability Company is:

Kabuki of Pinetop, L.L.C.

ARTICLE II

1. Management of the limited liability company is reserved to the members.
2. The name and mailing address of each person who is a Member at the time of formation of the limited liability company (other than a member who owns less than a 20% interest in the profits or capital of the limited liability company, if management of the limited liability company is vested in a manager of managers) is:

Barbara A. Desjardins  
P.O. Box 1903  
Pinetop, AZ 85935

Gilles Desjardins  
P.O. Box 1903  
Pinetop, AZ 85935

ARTICLE III

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, including all powers and purposes now and hereafter permitted by law to a limited liability company.

The street address of the initial registered office of the Limited Liability Company in Arizona is 814 E. White Mountain Blvd., Pinetop, Arizona 85935, and the name and address of the initial registered agent of the Limited Liability Company in Arizona is Timothy B. Shaffery of The Law Offices of Timothy B. Shaffery, P.C. at 1630 E. White Mountain Blvd., Suite A Pinetop, Arizona 85935.


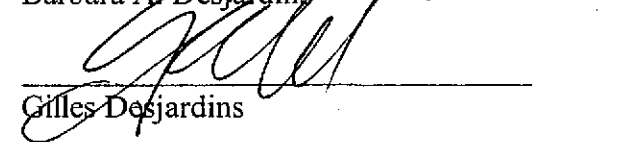
1042316  
**\$ PAID**  
85  
# 4409

The principal office of the Limited Liability Company is 814 E. White Mountain Blvd., Pinetop, Arizona 85935.

The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Managing Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

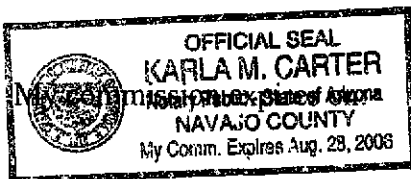
The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles of Organization on July 12, 2005.

  
Barbara A. Desjardins  
  
Gilles Desjardins

STATE OF ARIZONA       )  
                                      ):ss  
COUNTY OF NAVAJO    )

July, 2005, The foregoing instrument was acknowledged before me on the 12<sup>th</sup> day of July, 2005, by Barbara A. Desjardins, and Gilles Desjardins.



  
Notary Public

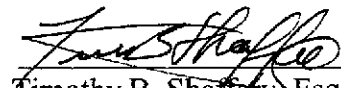
**CONSENT TO APPOINTMENT  
BY REGISTERED AGENT**

I, having been named as Registered Agent for Kabuki of Pinetop, L.L.C., hereby voluntarily consent to serve as Registered Agent for Kabuki of Pinetop, L.L.C.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, and I hereby accept those duties and responsibilities.

Dated this 12 day of July, 2005.

Law Offices of Timothy B. Shaffery, P.C.

  
\_\_\_\_\_  
Timothy B. Shaffery, Esq.

**JUL 13 2005**

**FILE NO. L-1215265-1**

**ARTICLES OF ORGANIZATION  
OF  
KABUKI OF PINETOP, L.L.C.**

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, do hereby adopt the following Articles of Organization for the Limited Liability Company:

**ARTICLE I**

The name of the Limited Liability Company is:

Kabuki of Pinetop, L.L.C.

**ARTICLE II**

1. Management of the limited liability company is reserved to the members.
2. The name and mailing address of each person who is a Member at the time of formation of the limited liability company (other than a member who owns less than a 20% interest in the profits or capital of the limited liability company, if management of the limited liability company is vested in a manager of managers) is:

Barbara A. Desjardins  
P.O. Box 1903  
Pinetop, AZ 85935

Gilles Desjardins  
P.O. Box 1903  
Pinetop, AZ 85935

**ARTICLE III**

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, including all powers and purposes now and hereafter permitted by law to a limited liability company.

The street address of the initial registered office of the Limited Liability Company in Arizona is 814 E. White Mountain Blvd., Pinetop, Arizona 85935, and the name and address of the initial registered agent of the Limited Liability Company in Arizona is Timothy B. Shaffery of The Law Offices of Timothy B. Shaffery, P.C. at 1630 E. White Mountain Blvd., Suite A Pinetop, Arizona 85935.

The principal office of the Limited Liability Company is 814 E. White Mountain Blvd., Pinetop, Arizona 85935.

The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Managing Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

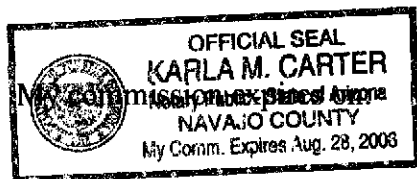
The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles of Organization on July 12, 2005.

Barbara Ann Desjardins  
Barbara A. Desjardins  
Gilles Desjardins  
Gilles Desjardins

STATE OF ARIZONA       )  
                                      ):ss  
COUNTY OF NAVAJO    )

July The foregoing instrument was acknowledged before me on the 12<sup>th</sup> day of 2005, by Barbara A. Desjardins, and Gilles Desjardins.



Karla M. Carter  
Notary Public

**CONSENT TO APPOINTMENT  
BY REGISTERED AGENT**

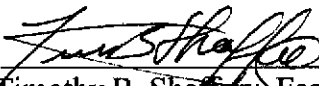
I, having been named as Registered Agent for Kabuki of Pinetop, L.L.C., hereby voluntarily consent to serve as Registered Agent for Kabuki of Pinetop, L.L.C.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Arizona Revised Statutes Annotated Sections 29.601 to 29.857, and I hereby accept those duties and responsibilities.

Dated this 12 day of July, 2005.

---

Law Offices of Timothy B. Shaffery, P.C.

  
\_\_\_\_\_  
Timothy B. Shaffery, Esq.



*Law Offices of*  
**TIMOTHY B. SHAFFERY, P.C.**  
*Attorneys & Counselors at Law*

July 12, 2005

Arizona Corporation Commission  
Attn: Incorporation Department  
1300 West Washington  
Phoenix, AZ 85007

**RE: Articles of Organization for Kabuki of Pinetop, L.L.C.**

Dear Sir or Madam:

Our office has already mailed the paperwork to reserve the above stated name.  
Enclosed please find the following document to be filed with your office:

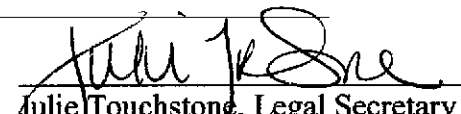
1. Original Articles of Organization and one copy;
2. Filing fee in the amount of \$85.00 (\$50.00 for filing and \$35.00 for expedited fees); and,
3. Self addressed stamped envelope.

Please return the certified copy to our office for publication.

Thank you for your attention to this matter.

Sincerely,

LAW OFFICES OF TIMOTHY B. SHAFFERY, P.C.

  
Julie Touchstone, Legal Secretary  
For Timothy B. Shaffery

Enclosures