



01321542

AZ CORPORATION COMMISSION
FILED

ARTICLES OF ORGANIZATION

SEP 06 2005

OF

SMALL POCKET, L.L.C.

FILE NO. L-1227214-3

KNOW ALL MEN BY THESE PRESENTS:

THAT, the undersigned, does hereby form a limited liability company under the laws of the State of Arizona, and does hereby adopt the following Articles of Organization.

ARTICLE INAME

The name of the limited liability company is:

SMALL POCKET, L.L.C.

ARTICLE IILIMITED LIABILITY COMPANY PURPOSE

This limited liability company is organized to transact any or all-lawful business for which a limited liability company may be organized under the laws of the State of Arizona as they may be amended from time to time.

ARTICLE IIIAGENT

The address of the registered office is 3150 S. Catalina Drive, Yuma, AZ. 85364, and the name and business address of the agent for service of process is PAGE MISENHIMER, 3150 S. Catalina Drive, Yuma, AZ. 85364.

ARTICLE IVDATE OF DISSOLUTION

The latest date on which this limited liability company is to dissolve is December 31, 2050.

ARTICLE VMANAGEMENT

Management of the limited liability company is vested in its Members

ARTICLE VIMANAGER

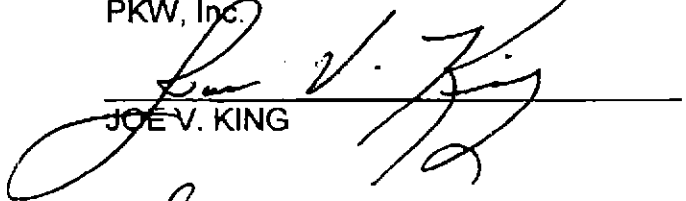
The members who own at least a ten percent (10%) interest in the capital or profits of the limited liability company, are as follows:

1080200
PAID
85
MOO 9.9.05

<u>Name</u>	<u>Address</u>	<u>Status</u>
PKW, Inc. <i>Investments,</i>	3150 S. Catalina Drive, Yuma, AZ 85364	Member
MICHAEL C. & SARA K. AIVAZIAN	3150 S. Catalina Drive, Yuma, AZ. 85364	Member
ELIZABETH TENNANT	3150 S. Catalina Drive, Yuma, AZ. 85364	Member
Hoppstetter Family Revocable Trust, dated August 8, 1996		
	1402 W. Camino Real, Yuma, AZ. 85364	Member
Joe V. King	1245 S. 41 st Drive, Yuma, AZ 85364	Member

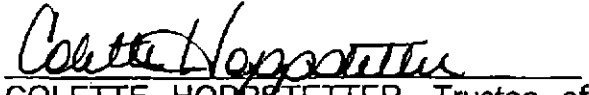
IN WITNESS WHEREOF, we have hereunto affixed our signatures this 26th day of August, 2005.


by, PAGE MISENHIMER, President of
PKW, Inc.


JOE V. KING

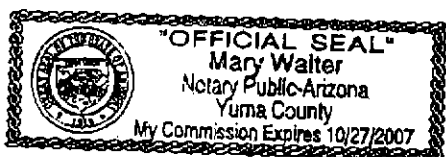

SARA K. AIVAZIAN

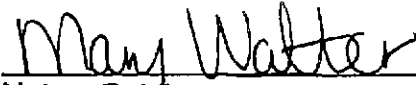

ELIZABETH A. TENNANT


COLETTE HOPPSTETTER, Trustee of the
Hoppstetter Family Revocable Trust, dated
August 8, 1996

STATE OF ARIZONA)
) ss.
County of YUMA)


The foregoing instrument was acknowledged before me this 26th day of August, 2005 by Page Misenhimer, the President of PKW, Inc., Elizabeth A. Tennant, Chris Hoppstetter, Joe V. King and Michael C. and Sara K. Aivazian.




Notary Public

CONSENT OF STATUTORY AGENT

I, PAGE MISENHIMER, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.


PAGE MISENHIMER

MISENHEIMER, AIVAZIAN & TENNANT, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

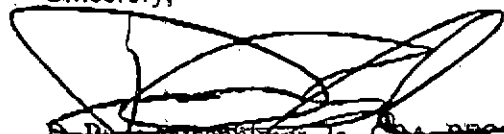
3150 S. CATALINA DRIVE
YUMA, ARIZONA 85364D. PAGE MISENHEIMER, JR.
SARA K. AIVAZIAN
ELIZABETH A. TENNANTJEFFREY B. POLSTON
ELENA ROCHA THURBER
HOLON C. GREENWELL
JULIE ANN LIMPUSP.O. BOX 5693
YUMA, ARIZONA 85366-5693
TELEPHONE (928) 314-1488
FAX (928) 314-1499
E-MAIL: mapc@beamspeed.net

September 14, 2005

Attention Renee
Arizona Corporation Commission

Small Pockets, L.L.C. has a title closing on September 15, 2005 with Yuma Title and Trust in Yuma, Arizona. Your assistance in completing the filing of the Articles of Organization would be greatly appreciated.

Sincerely,


D. Page Misenheimer, Jr., CPA, PPS*IRS Section*
RECEIVED

SEP 14 2005

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

Regarding Name/proposed name for Corp./LLC: Small Pockets, L.L.C.

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 # 1608
Amount: \$ 85.00 ☐ No fee required ☐ See attached distribution of funds instructions
5. Processing ☒ Expedited (usually 1-3 day turn-around, \$35 Additional Fee Per Document) 50.00
☐ Regular (usually 4-7 week turn-around) 35.00 > 85.00

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 _____
☐ Articles of Correction
☐ Merger of (name): _____
Into: _____
☐ Other: _____

C. Special Instructions: Attn: Renee 602.542-8813

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 # 928.343-9586
The following individual should be called to pick up completed documents:

Name: TINA

Phone: 928 783-4460

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: _____

Firm: _____

Address: _____

City, State, Zip: _____

* Please confirm receipt *