

ARTICLES OF ORGANIZATION OF

OCT 18 2005

Mercado 31, L.L.C.

(An Arizona Limited Liability Company)

FILE NO. L1236271-2

1. Name. The name of the limited liability company is:
Mercado 31, L.L.C.
2. Registered Office. The address of the registered office in Arizona is: Palm Center, 580 North Camino Mercado, Suite 13 & 14, Casa Grande, Arizona 85222
located in the County of Pinal
3. Statutory Agent. (In Arizona) The name and address of the statutory agent of the company is: William D. Stewart Jr., 3646 East Ray Road, Building 16, Suite 7, Phoenix, Arizona 85044
4. Dissolution. The latest date, if any, on which the limited liability company must dissolve is: December 31, 2040
- 5.a. Management.

[X] Management of the limited liability company is vested in a manager or managers. 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:

[] Management of the limited liability company is reserved to the members. The names and addresses of each person who is a member are:

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5.b.

William D. Stewart Jr.
[] member [X] manager

Adam McGavin ~~3~~ III
[] member [X] manager

3646 East Ray Road, Bld. 16, Ste. 7

1920 North Thornton Road

Phoenix, Arizona 85044

Casa Grande, Arizona 85222

Monster Development L.L.C.
[X] member [] manager

Copper State Development L.L.C.
[X] member [] manager

1538 East Windmere Drive

1213 East Liberty Shores Drive

Phoenix, Arizona 85048

Gilbert, Arizona 85234

EXECUTED this 10 day of October 17, 2005.


[Signature]


[Signature]

William D. Stewart Jr.
[Print Name Here]

Adam McGavin III
[Print Name Here]

William D. Stewart Jr.

Adam McGavin ~~III~~

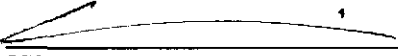
PHONE 602 791-5452

PHONE 602 295 2231

FAX _____

FAX _____

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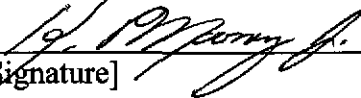

[Signature]

GARY KEHIAS
[Print Name Here]

Gary T. Kehias
Managing Member
Monster Development L.L.C.

PHONE 520-836-1466

FAX 520-316-0727


[Signature]

K. Paul Mooney Jr.
[Print Name Here]

K. Paul Mooney Jr.
Managing Member
Copper State Development L.L.C.

PHONE 520-836-1466

FAX 520-316-0727

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Acceptance of Appointment By Statutory Agent

I, William D. Stewart Jr., 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

William D. Stewart
[Print name]

**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): Mercede 31

Please Check or Complete the Appropriate Sections:

- A. 1. ☒ NEW Entity Filing ☐ CHANGE to Existing Entity ☐ Re submission/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 # 1094 ☐ Cash ☐ MOD account # _____
Amount: \$ _____ ☐ No fee required ☐ See attached distribution of funds instructions
5. Processing ☒ Expedited (Priority service, \$35 Additional Fee Per Document)
Completed as soon as possible or visit www.cc.state.az.us/corp for current processing times.
- ☐ Regular Visit www.cc.state.az.us/corp for current processing times.

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

RECEIVED

OCT 18 2005

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

- ☐ 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: _____ Phone: () _____

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: E. Paul Mooney Jr. Firm: Gila Partners

Address: 580 N. Camino Mercede, Suite 13414

City, State, Zip: Casa Grande, AZ 85222