



01545330

AZ CORPORATION COMMISSION
FILED

"EXP" APR 14 2006

FILE NO. L-12778120ARTICLES OF ORGANIZATION
OF
GFR VENTURES, L.L.C.ARTICLE I

The name of the limited liability company is GFR Ventures, L.L.C.

ARTICLE II

The address of the registered office of the limited liability company in Arizona is 1423 S. Higley Road, Suite 110, Mesa, Arizona 85206.

ARTICLE III

The name and address of the registered agent of the limited liability company is GIBSON, FERRIN & RIGGS, PLC, 1423 S. Higley Road, Suite 110, Mesa, Arizona 85206.

ARTICLE IV

If not sooner dissolved in accordance with the provisions of any operating agreement, the limited liability company shall be perpetual.

ARTICLE V

Management of the limited liability company is vested in a manager or managers.

ARTICLE VI

The names and mailing addresses of the managers of the limited liability company at the time of its formation are:

Michael L. Ferrin
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

Scott F. Gibson
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

Paul C. Riggs
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

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ARTICLE VII

The name and address of the members who own a twenty percent (20%) or greater interest in the capital or profits of the Company are:

Michael L. Ferrin and Sharilyn S. Ferrin,
Co-Trustees of the Michael L. Ferrin
and Sharilyn S. Ferrin Living Trust
dated October 1, 1996
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

Scott Franklin Gibson and Rebecca
Williams Gibson, Co-Trustees of the
Scott Franklin Gibson and Rebecca
Williams Gibson Revocable Living Trust
dated June 28, 2000
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

Paul C. Riggs
1423 S. Higley Road, Suite 110
Mesa, Arizona 85206

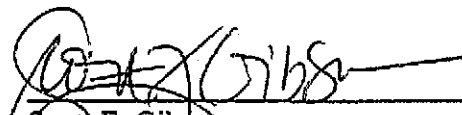
ARTICLE VIII

The limited liability company shall have all rights and powers, of whatsoever kind and nature, permitted by law.

IN WITNESS WHEREOF, we have executed these Articles of Organization on April 12, 2006.



Michael L. Ferrin



Scott F. Gibson



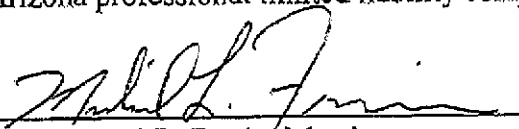
Paul C. Riggs

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STATUTORY AGENT CONSENT

GIBSON, FERRIN & RIGGS, PLC, an Arizona professional limited liability company, having been designated to act as registered agent of GFR Ventures, L.L.C., hereby consents to act in that capacity until removed, or resignation is submitted in accordance with the Arizona Revised Statutes.

GIBSON, FERRIN & RIGGS, PLC,
an Arizona professional limited liability company

By: 

Michael L. Ferrin, Member

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):

GFR Ventures, 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 # _____ ☐ Cash ☒ MOD account # 1513
Amount: \$ _____ ☐ No fee required ☐ See attached distribution of funds instructions

5. Processing ☒ Expedited (Priority service, \$35 Additional Fee Per Document)
☐ Regular (usually 2-4 months)

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): _____

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

Into: _____

Other: _____

C. Special Instructions: _____

D. Extras:

☐ Certified Copies- _____ (Qty. @ \$5 ea. for corps or \$10 ea. for LLCs)

☐ Good Standing Certificate- _____ (Qty. @ \$10 ea.)

☐ Expedite Certified Copies (\$35 extra)

☐ Expedite Good Standing (\$35 extra)

E. RETURN DELIVERY VIA: ☐ Mail or ☐ Pick Up or ☒ Fax # 1480 1633 8488

The following individual should be called to pick up completed documents:

Name: Cristina Buelna

Phone: (480) 633-8100

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: Cristina Buelna

Firm: Gibson, Ferrin & Riggs, PC

Address: 1423 S. Higley Road, Suite 110

City, State, Zip: Mesa, AZ 85206