

AZ CORPORATION COMMISSION
FILED

AZ Corp. Commission

01737977

SEP 11 2006

FILE NO. L13108911

ARTICLES OF ORGANIZATION
OF
SPG-Bennett, LLC

Pursuant to A.R.S. 29-632, the undersigned states as follows:

1. The name of the limited liability company is SPG-Bennett, LLC.
2. The address of the registered office in Arizona is:

1819 East Southern Avenue
Suite B10
Mesa, AZ 85204.
3. The name and address of the statutory agent of the company is:

Wilford R. Cardon
1819 East Southern Avenue
Suite B10
Mesa, AZ 85204
4. Unless dissolved under the provisions of an operating agreement, the existence of the limited liability company shall be perpetual.
5. Management of the limited liability company is vested in its Managers.
6. The names and addresses of the Managers at the time of formation are:

Strategic Partners Group, LLC
1819 East Southern Avenue
Suite B10
Mesa, AZ 85204

L.1310691.1

Manager:

Strategic Partners Group, L.L.C., an Arizona limited liability company

By:  Date: 9/11/06
Wilford R. Cardon, Manager**STATUTORY AGENT CONSENT**

I, Wilford R. Cardon, having been designated to act as Statutory Agent for SPG-Bennett, LLC, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.


Signature of Statutory Agent