

AZ CORPORATION COMMISSION
FILED

JUN 10 2009

FILE NO. L-1530656-9



02813540

ARTICLES OF AMENDMENT
OF
UNIVERSAL-SCP MANAGEMENT, LLC

Name

The name of this limited liability company is UNIVERSAL-SCP MANAGEMENT, LLC ("Company").

Original Filing

The Articles of Organization were originally filed with the Arizona Corporation Commission on June 4, 2009.

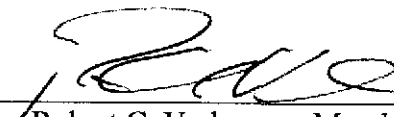
Amendment

Attached hereto as Exhibit A is the text of the Amendment

IN WITNESS WHEREOF, the undersigned has set his hand this 4 day of June 2009.

By: Universal Equity Group, LLC, an Arizona limited liability company

Its: Member/Manager



Robert C. Verhaaren, Member/Manager

EXHIBIT A

AMENDMENT TO THE ARTICLES OF ORGANIZATION OF UNIVERSAL-SCP MANAGEMENT, LLC

ARTICLE I

Name

The name of this limited liability company is UNIVERSAL-SCP MANAGEMENT, LLC ("Company").

ARTICLE II

Purpose

The purpose for which this Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the laws of the State of Arizona, as such laws may be amended from time to time.

ARTICLE III

Registered Office and Statutory Agent

The address of the registered office of this Company and the name and address of the statutory agent for service of process are:

Registered Office: UNIVERSAL-SCP MANAGEMENT, LLC
c/o Universal Equity Group, LLC
80 E. Rio Salado Parkway, Suite 703
Tempe, Arizona 85281

Statutory Agent: Robert C. Verhaaren
80 E. Rio Salado Parkway, Suite 703
Tempe, Arizona 85281

ARTICLE IV

Minimum Membership on Formation; Issuance of Interests

This Company will have two or more members at the time the Company is formed. The Company may issue membership interests in the Company to initial and subsequent members on such terms and conditions as the Members determine to be appropriate.

ARTICLE V

Perpetual Existence

This Company shall have perpetual existence and shall continue until dissolved by the members or by law otherwise.

ARTICLE VI

Management

Management of this Company is vested in the Members. The initial Managing/Members of the Company are Universal Equity Group, LLC, whose address is 80 E. Rio Salado Parkway, Suite 703, Tempe, Arizona 85281; **and** Reeb Capital III, LLC, whose address is 2812 N. Norwalk, Suite 105, Mesa, AZ 85215.

ARTICLE VII

Members

The name and business, residence, or mailing address of each member of this Company at the time of its formation which holds a twenty percent (20%) or greater interest is:

Universal Equity Group, LLC,
an Arizona limited liability company
80 E. Rio Salado Parkway, Suite 703
Tempe, Arizona 85281

Reeb Capital III, LLC,
an Arizona limited liability company
2812 N. Norwalk, Suite 105
Mesa, Arizona 85215

ARTICLE VIII

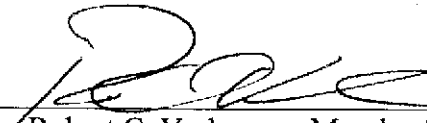
Liability and Indemnification

Except as provided under Chapter 4 of Title 29 of the Arizona Revised Statutes, as amended from time to time, a manager, employee, officer or agent of the Company is not liable, solely by reason of being a manager, employee, officer or agent, for the debts, obligations and liabilities of the Company, whether arising in contract or tort, under a judgment, decree or order of a court, or otherwise. The Company shall indemnify, to the maximum extent from time to time permitted by applicable law, any person who incurs liability or expense by reason of such person being a manager, employee, officer or agent

of the Company. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

IN WITNESS WHEREOF, the undersigned Members have executed these articles has of 4 day of June, 2009.

By: Universal Equity Group, LLC, an Arizona limited liability company
Its: Member/Manager


Robert C. Verhaaren, Member/Manager

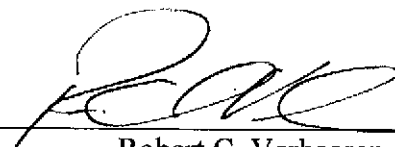
By: Reeb Capital III, LLC, an Arizona limited liability company
Its: Member/Manager


Mark A. Reeb, Manager

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

Dan J. Reeb, having been designated to act as Statutory Agent for FTAS LEGACY IV, LLC, hereby consents to act in that capacity until removed or my resignation is submitted in accordance with the Arizona Revised Statutes.

Date: June 4, 2009


Robert C. Verhaaren