



02842335

**APPLICATION FOR REGISTRATION
OF A FOREIGN LIMITED LIABILITY
Pursuant to A.R.S. §29-802 et**

1. The company name must contain an ending which may be "limited liability company," "limited company," or the abbreviations "LLC," "L.C.," "LLC" or "LC". If you are the holder or assignee of a tradename, attach a copy of the tradename certificate. If your name is not available for use in Arizona, you must adopt a fictitious name and provide a resolution adopting the name, which must be signed by a manager, member or authorized agent.

2. Provide the name of the state or jurisdiction under whose laws your company was formed.

3. Provide the date on which your company organized in the state or jurisdiction under whose laws it was formed.

4. Provide the general character of business you plan to transact in Arizona.

5. The statutory agent must provide a street address. If statutory agent has a P.O. Box, then they must also provide a street address/location.

The agent must consent to the appointment by executing the consent.

LL-0005
Rev. 10/2006

1. The name of the foreign limited liability company is:

TITANIA LLC

1. a. If the exact name of the foreign limited liability company is not available for use in this state, then the fictitious name adopted for use by the limited liability company in Arizona is:

(FN)

2. The company is organized under the laws of: NEVADA

(State)

3. The date of the company's formation is: 06/24/2009

4. The purpose of the company or the general character of business it proposes to transact in Arizona is:

AUTOMOTIVE WHOLESALE PARTS SALES

5. The name and street address of the statutory agent for the foreign limited liability company in Arizona is:

LARRY ZIMMERMAN

13038 W. BIG OAK STREET

PEORIA, AZ 85383

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

I, LARRY ZIMMERMAN, having been designated to act as
(Print Name)

statutory agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

Signature

TITANIA LLC

If signing on behalf of a company, print company name here

**AZ CORPORATION COMMISSION
FILED**

JUL 22 2009

FILE NO.

R15408285

**AZ CORPORATION COMMISSION
FILED**

SEP 04 2009

FILE NO.

R-15408285

6. Check which management structure will be applicable to your company. Provide name, title and address for each person.

7. If the jurisdiction under the law of which your company is formed, you must provide the address of the principle office of the company, in whatever state or jurisdiction it is located.

The application must be signed by a member, manager or duly authorized agent.

Attach a certificate of existence or document of similar import duly authenticated (within sixty (60) days) by the official having custody of corporate records in the state, province or county under whose laws the corporation is incorporated.

Your phone and fax numbers are optional

LL:0005
Rev. 10/2006

6. Management Structure (select option A or B):

A ☒ 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:

Name: DIANNE ZIMMERMAN
[] member [] manager

Address: 60 JAMES VINCENT DRIVE

City, State, Zip: CLINTON, CT 06413

Name: LARRY ZIMMERMAN
[] member [] manager

Address: 13038 W. Bldg OAK Street

City, State, Zip: PEARIA, AZ 85383

Name: GILLIAN ZIMMERMAN
[] member [] manager

Address: 60 JAMES VINCENT DRIVE

City, State, Zip: CLINTON, CT 06413

Name: _____
[] member [] manager

Address: _____

City, State, Zip: _____

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

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

7. The address of the office required to be maintained in the jurisdiction under the laws of which the company is organized, if required; or, if not required, the address of the principal office of the company is:

500 N. RAINBOW BLVD. STE 300 A

LAS VEGAS, NV 89107

Executed this 22 day of JULY, 2009

Larry Zimmerman
Signature

LARRY ZIMMERMAN
Print Name (Check One) ☐ Member ☒ Manager ☐ Authorized Agent

PHONE: 480-272-0614

FAX: 860-371-3133

SECRETARY OF STATE




CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TITANIA LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 24, 2009, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on September 2, 2009.



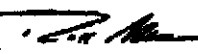

ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20090902-2812
You may verify this electronic certificate
online at <http://www.nvsos.gov/>




ROSS MILLER
Secretary of State
206 North Carson Street
Carson City, Nevada 89701-4290
(775) 684 5708
Website: www.nvsos.gov

**Articles of Organization
Limited-Liability Company**
(PURSUANT TO NRS CHAPTER 90)

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20090503989-05 Filing Date and Time 06/24/2009 8:00 AM Entity Number E0339572009-8
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited-Liability Company: (must contain approved limited liability company wording; see instructions)	Titania LLC			Check box if a Series Limited-Liability Company <input type="checkbox"/>
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: United States Corporation Agents, Inc. Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity 500 N Rainbow Blvd., Ste. 300 A Las Vegas Nevada 89107 Street Address City Zip Code Mailing Address (if different from street address) City Zip Code			
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual):			
4. Management: (required)	Company shall be managed by: <input type="checkbox"/> Manager(s) OR <input checked="" type="checkbox"/> Member(s) (check only one box)			
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) Dianne Zimmerman Name 60 James Vincent Drive Clinton CT 06413 Street Address City State Zip Code 2) Gillian Zimmerman Name 60 James Vincent Drive Clinton CT 06413 Street Address City State Zip Code 3) _____ Name Street Address City State Zip Code			
6. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	Janet Yoo, Legalzoom.com, Inc. Name 7083 Hollywood Blvd., Suite 180 Los Angeles CA 90028 Address City State Zip Code  Organizer Signature			
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. <input checked="" type="checkbox"/> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity 06/23/2009 Date			

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 90 LLC Articles
Revised on 7-1-08