



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

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 trademark, attach a copy of the trademark 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:

RDI 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:

RDI GROUP LLC (FN)

2. The company is organized under the laws of: DELAWARE
(State)

3. The date of the company's formation is: 7-31-09

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

buy & sell Commercial ;
residential real estate

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

4680 N. Granada Dr.
Prescott Valley, AZ
86314

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

I, Linda S. Giberson, 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.

Linda S. Giberson
Signature

RDI LLC

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

AZ CORPORATION COMMISSION
FILED

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FILED

SEP 21 2009

NOV 05 2009

FILE NO. D-1553655-8

FILE NO. R-1553655-8

8. 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 country under whose laws the corporation is incorporated.

Your phone and fax numbers are optional.

LI-2003
Rev. 10/2008

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: _____

☐ member ☐ manager

Address: _____

City, State, Zip: _____

Name: _____

☐ member ☐ manager

Address: _____

City, State, Zip: _____

Name: _____

☐ member ☐ manager

Address: _____

City, State, Zip: _____

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: _____

Linda S. Giberson

Address: _____

4680 N. Granada Dr.

Prescott Valley, AZ

City, State, Zip: _____

86314

Name: _____

Stacy B. Martin

Address: _____

1546 Byrnes Chapel Rd.

Bland, VA

City, State, Zip: _____

24315

Name: _____

Name: _____

Address: _____

Address: _____

City, State, Zip: _____

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:

1546 Byrnes Chapel Rd. 4680 N. Granada Dr.
Bland, VA 24315 Prescott Valley, AZ 86314

Executed this _____ day of _____

25th

August

2009

Signature _____

Stacy B. Martin

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

Stacy B. Martin

PHONE: _____

276-688-4545

FAX: _____

276-688-0208

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RDI LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID "RDI LLC" IS A SERIES LIMITED LIABILITY COMPANY.

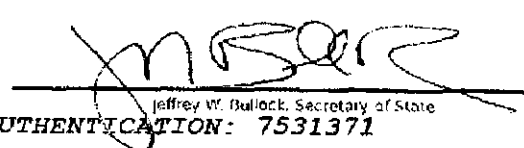
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4715856 8300E

090861940

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7531371

DATE: 09-17-09

Resolution

RDI LLC, a Delaware Series Limited Liability Company formed July 31, 2009

RESOLVED, that it is desirable and in the best interest of this LLC that it
be qualified or registered in the state of Arizona under the fictitious name of

RDI GROUP LLC

that any Principals or any Managing Members hereby are authorized to perform on behalf
of this LLC any and all such acts as they deem necessary or advisable in order for
RDI GROUP LLC to comply with the applicable laws of the *State of Arizona*

CERTIFICATE

The undersigned hereby certifies that she is a principal member of
RDI LLC, a Series Limited Liability Company organized and existing under the laws
of the State of Delaware; that the foregoing is a true and correct copy of a resolution
duly adopted at a meeting of the principal members of said LLC held on the
25th day of August, 2009, at which meeting a quorum was at all times
present and acting; that the passage of said resolution was in all respects legal;
and that said resolution is in full force and effect.

Dated this 25th day of August 2009.



Principal Member

**CERTIFICATE OF FORMATION
OF
RDI LLC**

The undersigned, being an authorized person for purposes of executing this Certificate of Formation on behalf of RDI LLC, a Delaware Limited Liability Company (the L.L.C.), desiring to comply with the requirements of 6 Del.C. Section 18-201 and the other provisions of the Delaware Limited Liability Company Act, 6 Del.C. Section 18-101, et seq. (the Act), hereby certifies as follows:

1. Name of the L.L.C. - The name of the LLC is RDI LLC
2. Registered Office and Registered Agent of the L.L.C. - The name of the registered agent for service of process on the L.L.C. in the State of Delaware is Agents and Corporations, Inc. The address of the registered agent of the L.L.C. and the address of the registered office of the L.L.C. in the State of Delaware is 1201 Orange Street, Suite 800, City of Wilmington, New Castle County, Delaware 19801.
3. Date of Formation and Effective Date - The date of formation and the effective date of the L.L.C. shall be the date of filing of this Certificate of Formation with the Secretary of State of Delaware.
4. Series L.L.C. - This is a Series L.L.C. which may establish designated series of members, managers, limited liability company interests having separate rights, powers or duties with respect to specified property or obligations of the limited liability company or profits and losses associated with specified property or obligations, and, to the extent provided in the limited liability company agreement, any such series may have a separate business purpose or investment objective and/or limitation on liabilities of such series in accordance with the provisions of 6 Del. C. Section 18-215. Notice is hereby given pursuant to 6 Del. C. Section 18-215 that debts, liabilities, and obligations incurred, contracted for, or otherwise existing with respect to a particular series of the LLC, shall be enforceable against the assets of such series only and not against the assets of the LLC generally, or any other series thereof, and none of the debts, liabilities, obligations, and expenses incurred, contracted for, or otherwise existing, with respect to the LLC generally, or any other series thereof, shall be enforceable against the assets of such series.

IN WITNESS WHEREOF, the undersigned hereby executes this Certificate of Formation in accordance with the provisions of 6 Del.C. Section 18-201 this 31st day of July, 2009.



David N. Williams
(Authorized Person)

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:24 PM 07/31/2009
FILED 02:50 PM 07/31/2009
SRV 090745002 - 4715856 FILE

A. Any person, partnership, corporation, firm, association, society, foundation, federation or organization doing business in this state, or any foreign corporation licensed to exercise its corporate powers in this state, may register with the secretary of state, on a form to be furnished by him, the name, title or designation under which such applicant is operating, setting forth, but not limited to, the following information:

1. The name and business address of the applicant for such registration. If the applicant is a corporation, the state of its incorporation shall be disclosed.

RDI LLC - A Delaware Series Limited Liability Company formed July 31, 2009

c/o Linda S. Giberson

4680 N. Grand Dr.

Prescott, AZ 86314

2. The name, title or designation to be registered.

RDI GROUP LLC

3. The general nature of the business conducted by the applicant.

Commercial/Residential real estate investor/developer

4. The length of time during which the name, title or designation has been used by the applicant in his business operations in this state.

Never

B. The applicant or a member or officer of the firm, partnership, corporation, association, society, foundation, federation or other organization shall sign and verify the application.

Linda S. Giberson, Statutory Agent and Principal

C. A single name, title or designation may be registered upon each application submitted under the provisions of this article.

Stacy B. Martin, Principal