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Notice of Proof of Publication

STATE OF ARIZONA

COUNTY OF MOHAVE, ss

Tina Parriera

Tina Parriera,

being duly sworn, says that during the publication of the notice, as herein mentioned, she was and now is an Authorized Agent of **Today's News-Herald**, a seven-times weekly newspaper published on Sunday, Monday, Tuesday, Wednesday, Thursday, Friday and Saturday of each and every week at the City of Lake Havasu City, in Mohave County, State of Arizona. That said newspaper was printed and published as aforesaid on the following dates, to-wit:

ARTICLES OF ORGANIZATION

L-1554883-0

RECEIVED

Published date(s):

November 26, 2009

November 27, 2009

November 28, 2009

DEC 07 2009

**ARIZONA CORP. COMMISSION
CORPORATION'S DIVISION**

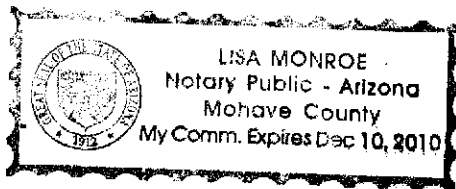
of which the annexed copy is a printed and true copy, was printed and inserted in each and every copy of said newspaper, printed and published on the dates aforesaid, and in the body of said newspaper and not in a supplement there. Subscribed and sworn to before me this 28th day of November, 2009.

[Signature]

Notary Public

December 10, 2010

My Commission Expires



ARTICLES OF ORGANIZATION HAVE BEEN FILED IN THE OFFICE OF THE ARIZONA CORPORATION COMMISSION FOR

I. Name: ARIZONA TURQUOISE PROPERTIES LLC
L-1554883-0

II. The address of the known place of business is: 2152 McCulloch Blvd, Suite G Lake Havasu City, AZ 86403

III. The name and address of the Statutory Agent is: Susan B. Conita

B. [x] Management of the limited liability company is reserved to the members. The names and addresses of each person who is a member are:
Joshua G. Lively
14003 Kelly Drive Bellevue, NE 68123
[x] member

Publish: 11-26, 27, 28, 2009 2818

COMMISSIONERS
KRISTINK MAYES - Chairman
GARY NIERCE
PAUL NEWMAN
SANDRA D. KENNEDY
BOB STUMP



ERNEST G. JOHNSON
Executive Director

JEFF GRANT
Director
Corporations Division

ARIZONA CORPORATION COMMISSION

September 29, 2009

ALPHA LEGAL FORMS & MORE INC
ATTN: KERMIT BURTON
4500 E SPEEDWAY BLVD #31
TUCSON, AZ 85712

RE: ARIZONA TURQUOISE PROPERTIES LLC
File Number: L15548830

We are pleased to notify you that the Articles of Organization for the above-referenced entity **HAVE BEEN APPROVED**.

You must publish a Notice of the filing of your Articles of Organization or, alternatively, you may publish the Articles of Organization in their entirety. For your convenience, we have provided a Notice form that you can complete and submit to the newspaper of your choice. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. Publication must be completed **WITHIN 60 DAYS** after September 29, 2009, which is the date the document was approved for filing by the Commission. A list of acceptable newspapers in each county is enclosed and is also available on the Commission website. The limited liability company may be subject to administrative dissolution if it fails to publish. You will receive an Affidavit of Publication from the newspaper, and you may file it with the Commission.

We strongly recommend that you periodically monitor your company's record with the Commission, which can be viewed at www.azcc.gov/Divisions/Corporations. If you have questions or need further information, please contact us at (602) 542-3026 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona Residents only) at 1-800-345-5819.

Sincerely,

Brenda Miller
Examiner
Corporations Division

LL:13
REV. 01/2009

NOTICE
(for publication)

ARTICLES OF ORGANIZATION HAVE BEEN FILED IN THE OFFICE OF THE
ARIZONA CORPORATION COMMISSION FOR

- I. Name: ARIZONA TURQUOISE PROPERTIES LLC
L-1554883-0
- II. The address of the known place of business is: _____
2152 McCulloch Blvd. Suite G
LAKE HAVASU CITY AZ 86403
- III. The name and street address of the Statutory Agent is: _____
SUSAN R. CONTLA

(Please check 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:
- B. ☒ Management of the limited liability company is reserved to the members. The names and addresses of each person who is a member are:

(Please check appropriate box for each)

Joshua G. Lively
14003 Kelly Drive Bellevue, NE 68123
☒ member ☐ manager

☐ member ☐ manager

☐ member ☐ manager

☐ member ☐ manager



AZ CORPORATION COMMISSION
FILED

SEP 25 2009

FILE NO. L-1554883-0

DO NOT WRITE ABOVE THIS LINE, FOR ACC USE ONLY

ARTICLES OF ORGANIZATION

DO NOT FURNISH THIS SECTION

NOTE: A professional limited liability company is an LLC organized for the purpose of rendering one or more categories of professional service. Professional service is defined as a service that may be lawfully rendered only by a person licensed in this state to render the service.

1. The LLC name must contain the words "limited liability company" or "limited company" or the abbreviations "LLC", "L.C.", "LLC", or "LC". The Professional LLC name must contain the words "professional limited liability company" or the abbreviations "P.L.L.C.", "P.L.C.", "PLLC", or "PLC."

2. Must be an Arizona address. DO NOT LEAVE THIS SECTION BLANK

3. If the statutory agent has a PO BOX then they must also provide a physical address or description of the location.

The agent must sign the articles or provide written consent to acceptance of the appointment.

Select one. This form may be used for:

- ☒ **ARIZONA LIMITED LIABILITY COMPANY (A.R.S. §29-632)**
☐ **ARIZONA PROFESSIONAL LIMITED LIABILITY COMPANY (A.R.S. §29-641.01)**

1. The name of the organization:

- A. LLC Name Reservation File Number (if one has been obtained). If not, leave this line blank
 B. Arizona Turquoise Properties LLC
Limited Liability Company Name

2. Known place of business in Arizona (If address is the same as the street address of the statutory agent, write "same as statutory agent". DO NOT LEAVE THIS SECTION BLANK)

Address 2152 McCulloch Blvd., Suite G
 City Lake Havasu City State Arizona Zip 86403

3. The name and street address of the statutory agent in Arizona

Name Susan R. Contla
 Address 3252 Thistle Drive
 City Lake Havasu City State Arizona Zip 86408

Acceptance of Appointment by Statutory Agent:

I Susan R. Contla, having been designated to act as
 (Print Name of the Statutory Agent)

Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statute.

Agent Signature: Susan R. Contla

Susan R. Contla

If signing on behalf of a company, please print the company name here.

DO NOT PUBLISH THIS SECTION

4. Only required for professional limited liability company. The purpose must state the professional service or services that the company is organized to perform. Professional service is defined as a service that may be lawfully rendered only by a person licensed in this state to render the service.

5. The latest date, if any, on which the Company must dissolve. If a dissolution date should include the month, day and year. Perpetual means continuing forever or indefinitely

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

6A. If reserved to the member(s), check the member's box and provide the name(s) and address(es) of each member. NOTE: If reserved to the member(s) you cannot list any manager.

6B. If vested in manager(s) check the manager's box and provide the name(s) and address(es) of each manager and each member who owns a twenty (20%) percent or greater interest in the capital or profits of the LLC/ PLLC.

The person (s) executing this document need not be a manager or member of the company.

4. Purpose of this (Professional) Limited Liability Company is to provide the following (professional) service(s): (Only required for a Professional LLC Company)

5. Dissolution: The latest date of Dissolution

☐ The latest date to dissolve ___/___/___ (Please enter month, day and four digit year)

☒ The Limited Liability Company is Perpetual

6. Management Structure: (Check one box only) A.R.S. §29-632(5)

A. ☒ RESERVED TO THE MEMBER(S)

IF RESERVED TO THE MEMBER(S), YOU MAY SELECT ONLY THE MEMBER BOX FOR EACH MEMBER LISTED.

B. ☐ VESTED IN MANAGER(S)

IF VESTED IN THE MANAGER(S), AT LEAST ONE ENTRY BELOW MUST HAVE THE MANAGER BOX CHECKED.

Name Joshua G. Lively

Name _____

☒ Member ☐ Manager (only if "B" is selected above)

☐ Member ☐ Manager (only if "B" is selected above)

Address: 2152 McCulloch Blvd., Suite G

Address: _____

City, Lake Havasu City State, Arizona Zip: 86403

City, _____ State, _____ Zip: _____

Name _____

Name _____

☐ Member ☐ Manager (only if "B" is selected above)

☐ Member ☐ Manager (only if "B" is selected above)

Address: _____

Address: _____

City, _____ State, _____ Zip: _____

City, _____ State, _____ Zip: _____

IF YOU NEED MORE SPACE FOR LISTING MEMBERS / MANAGERS PLEASE ATTACH THE ADDITIONAL PAGE TO THE ARTICLES OF ORGANIZATION.

Executed this 24th day of September, 2009

Executed by: _____

Print Name _____

LegalZoom.com, Inc., a California corporation, Organizer

By: Inelda Vasquez, Assistant Secretary

If signing on behalf of a company, please print the company name here.

Phone Number: (323) 962-8600 X. 529

Fax Number: (323) 962-8300

MARICOPA continued

PEORIA TIMES
7122 N. 59TH AVENUE
GLENDALE, AZ 85301
623-842-6000

PHOENIX BUSINESS JOURNAL
101 N. 1ST AVENUE, SUITE 2300
PHOENIX, AZ 85003
602-230-8400

THE FOUNTAIN HILLS TIMES
16508 E. LASER DRIVE, UNIT
101
FOUNTAIN HILLS, AZ 85268
480-837-1925

THE RECORD REPORTER
1505 N. CENTRAL AVENUE,
#200
PHOENIX, AZ 85004
602-417-9900

THE WALL STREET JOURNAL
4850 S. PARK AVENUE
TUCSON, AZ 85726
214-640-7939

WEST VALLEY VIEW
1050 E. RILEY DRIVE
AVONDALE, AZ 85323
623-535-8439

WICKENBURG SUN
180 N. WASHINGTON STREET
WICKENBURG, AZ 85390
928-684-5454

MOHAVE

BULLHEAD CITY BEE
1905 LAKESIDE DRIVE
BULLHEAD CITY, AZ 86442
928-763-9339

KINGMAN DAILY MINER
3015 STOCKTON HILL RD
KINGMAN, AZ 86401
928-753-6397

MOHAVE VALLEY DAILY NEWS
2435 MIRACLE MILE
BULLHEAD CITY, AZ 86442-
7311
928-763-2505

THE STANDARD
221 E. BEALE
KINGMAN, AZ 86401
928-753-1143

TODAY'S NEWS HAROLD
2225 W. ACOMA BLVD.
LAKE HAVASU CITY, AZ 86403
928-453-4237

NAVAJO

NAVAJO TIMES
P.O. BOX 310
WINDOW ROCK, AZ 86515
928-871-6641

THE TRIBUNE-NEWS
P.O. BOX 670
HOLBROOK, AZ 86025
928-524-6203

NAVAJO continued

WHITE MOUNTAIN
INDEPENDENT
P.O. BOX 1570
SHOW LOW, AZ 85902
928-537-5721

PIMA

AJO COPPER NEWS
P.O. BOX 39
AJO, AZ 85321
520-387-7688

ARIZONA CHINESE AMERICAN
7328 N. 7TH AVENUE
PHOENIX, AZ 85021
602-269-3062

ARIZONA DAILY STAR
P.O. BOX 26807
TUCSON, AZ 85726
520-573-4216

GREEN VALLEY NEWS AND SUN
P.O. BOX 567
GREEN VALLEY, AZ 85622
520-547-9746

THE DAILY TERRITORIAL
3280 E. HEMISPHERE LOOP,
#180
TUCSON, AZ 85706
520-294-1200

THE RECORD REPORTER
1505 N. CENTRAL AVENUE,
#200
PHOENIX, AZ 85004
602-417-9900

THE WALL STREET JOURNAL
4850 S. PARK AVENUE
TUCSON, AZ 85726
214-640-7939

VAIL SUN
13190 E. COLOSSAL CAVE RD.,
#290
VAIL, AZ 85641
520-762-0038

PINAL

ARIZONA CHINESE AMERICAN
7328 N. 7TH AVENUE
PHOENIX, AZ 85021
602-269-3062

ARIZONA CITY INDEPENDENT
P.O. BOX 2014
ARIZONA CITY, AZ 85223
520-466-6277

CASA GRANDE DISPATCH
P.O. BOX 15002
CASA GRANDE, AZ 85230
520-836-7461

COOLIDGE EXAMINER
P.O. BOX 128
COOLIDGE, AZ 85228
520-723-5441

COPPER BASIN NEWS
366 ALDEN ROAD
KEARNY, AZ 85237
520-363-5554

PINAL continued

ELOY ENTERPRISE
710 N. MAIN
ELOY, AZ 85231
520-466-7333

FLORENCE REMINDER &
BLADE-TRIBUNE
190 N. MAIN STREET
FLORENCE, AZ 85232
520-868-5897

MARICOPA MONITOR
P.O. BOX 1347
MARICOPA, AZ 85239
520-568-4198

SAN MANUEL MINER
P.O. BOX 60
SAN MANUEL, AZ 85631
520-385-2266

SUPERIOR SUN
467 MAIN STREET
SUPERIOR, AZ 85273
520-363-5554

SANTA CRUZ

GREEN VALLEY NEWS AND SUN
P.O. BOX 567
GREEN VALLEY, AZ 85622
520-547-9746

NOGALES INTERNATIONAL
268 W. VIEW POINT DRIVE
NOGALES, AZ 85621
520-375-5706

THE WEEKLY BULLETIN
3280 E. HEMISPHERE LOOP,
#180
TUCSON, AZ 85706
520-455-4776

YAVAPAI

THE CAMP VERDE JOURNAL
P.O. BOX 2048
CAMP VERDE, AZ 86322
928-567-3341

THE DAILY COURIER
P.O. BOX 312
PRESCOTT, AZ 86302
928-445-3333

THE WALL STREET JOURNAL
4850 S. PARK AVENUE
TUCSON, AZ 85726
214-640-7939

SEDONA RED ROCK NEWS
298 VAN DEREN
SEDONA, AZ 86336
928-282-7795 EXT - 213

VERDE INDEPENDENT
116 S. MAIN STREET
COTTONWOOD, AZ 85326
928-634-2241

YUMA

THE SUN
2055 S. ARIZONA AVE
YUMA, AZ 85364
928-783-3333