

APR 12 2012

STATE OF ARIZONA  
ARTICLES OF ORGANIZATION

FILE NO. L1753836-1

**HIMALK PROPERTIES, LLC**  
A LIMITED LIABILITY COMPANY

1. **Name.** The name of the limited liability company is HIMALK PROPERTIES, LLC.
2. **Known Place of Business.** The address of the company's known place of business in Arizona is 39405 North Spur Cross Road, Cave Creek, Arizona 85331.
3. **Statutory Agent.** (In Arizona) BENEDICT & MARTIN, P.L.L.C., 3333 East Camelback Road, Suite 175, Phoenix, Arizona 85018, is appointed, and by the authorized signature below accepts appointment, to act as the statutory agent for service of process.
4. **Members at Time of Formation.** There is one member at the time the limited liability company is formed.
5. **Date of Dissolution, Continuation of Business.** The limited liability company will exist in perpetuity, unless sooner dissolved by law or action of the members. The remaining members may continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the company.
6. **Management.** Management of the limited liability company is vested in a manager.
  - 6.a. **Name and Address of Manager.** The name of the initial manager and their address at the time of formation of the limited liability company is:

VIRGINIA JAMIESON  
39405 North Spur Cross Road  
Cave Creek, Arizona 85331

- 6.b. **Name and Address of Members with 20% or Greater Interest.** The name and address of each member who owns a twenty percent (20%) or greater interest in the capital or profits of the company are:

THE ROBERT S. BALFOUR AND VIRGINIA JAMIESON  
REVOCABLE TRUST, dated July 2, 2002, *as amended*  
ROBERT S. BALFOUR and VIRGINIA JAMIESON, Trustees  
39405 North Spur Cross Road  
Cave Creek, Arizona 85331

7. **Purpose.** The purpose of the company is to engage in business for any lawful purpose except banking and insurance.

8. **New Members.** New members may be admitted pursuant to the terms of a written agreement between existing members.

9. **Indemnification of Members, Officers, Management.** The Company shall indemnify and pay the expenses as incurred of an individual made a party to a proceeding because he is or was a manager, member, officer, or organizer of the Company or the Company's benefit/retirement plan against liability incurred in the proceedings if such person: (a) conducted himself or herself in good faith; (b) reasonably believed that his or her conduct was at least not opposed to the Company's or the employees'/retirement plan beneficiaries' best interest; and (c) had no reasonable cause to believe that his or her conduct was unlawful or of a criminal nature.

Virginia Jamieson  
VIRGINIA JAMIESON, Manager

**BENEDICT & MARTIN, P.L.L.C.** having been designated to act as Statutory Agent for HIMALK PROPERTIES, LLC, hereby consent to act in that capacity until removed or upon submission of proper resignation in accordance with the Arizona Revised Statutes.

**BENEDICT & MARTIN, P.L.L.C.**

Dated: 3/21/12

BENJAMIN D. BENEDICT  
BENJAMIN D. BENEDICT on behalf of  
**BENEDICT & MARTIN, P.L.L.C.**