

FEB 11 2013

FILE NO. L-1591558-9

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

ARTICLES OF AMENDMENT

Read the Instructions L015i

1. **ENTITY NAME** - give the exact name of the LLC as currently shown in A.C.C. records:

7106 E Freestone Dr, LLC

2. **A.C.C. FILE NUMBER:** L-1591558-9

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE.

3. ☐ **ENTITY NAME CHANGE** - type or print the exact NEW name of the LLC in the space below:

4. ☒ **MEMBERS CHANGE (CHANGE IN MEMBERS)** - see Instructions L015i - Use one block per person - FOR MEMBERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each member being changed, and below that provide any new information for that member (new name and/or address), then check all boxes that apply to indicate the change being made for that member. FOR NEW MEMBERS - in a separate block, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Members form L044.

Palativm Romanorvm, LLC <small>Name currently shown in ACC records</small>			<small>Name currently shown in ACC records</small> L Marc Haberman		
<small>NEW Name</small> 428 S Third Ave			<small>NEW Name</small> 3150 E Presidio Rd		
<small>Address 1</small> Tucson			<small>Address 1</small> Tucson		
<small>Address 2 (optional)</small> Tucson		AZ	<small>Address 2 (optional)</small> Tucson		AZ
<small>City</small> UNITED STATES	<small>State or Province</small> UNITED STATES	<small>Zip</small> 85701	<small>City</small> UNITED STATES	<small>State or Province</small> UNITED STATES	<small>Zip</small> 85716
<small>Country</small> <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Remove member			<small>Country</small> <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Add as 20% or more member <input type="checkbox"/> Add as less than 20% member <input type="checkbox"/> Remove member		

<small>Name currently shown in ACC records</small> Wendi Willock			<small>Name currently shown in ACC records</small> Wendi Willock		
<small>NEW Name</small> 5232 E Michelle Dr			<small>NEW Name</small> 5232 E Michelle Dr		
<small>Address 1</small> Scottsdale			<small>Address 1</small> Scottsdale		
<small>Address 2 (optional)</small> Scottsdale		AZ	<small>Address 2 (optional)</small> Scottsdale		AZ
<small>City</small> UNITED STATES	<small>State or Province</small> UNITED STATES	<small>Zip</small> 85254	<small>City</small> UNITED STATES	<small>State or Province</small> UNITED STATES	<small>Zip</small> 85254
<small>Country</small> <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Add as 20% or more member <input type="checkbox"/> Add as less than 20% member <input type="checkbox"/> Remove member			<small>Country</small> <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Add as 20% or more member <input type="checkbox"/> Add as less than 20% member <input type="checkbox"/> Remove member		

5. ☐ **MANAGERS CHANGE (CHANGE IN MANAGERS)** - Use one block per person - FOR MANAGERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each manager being changed, and below that provide any new information for that manager (new name and/or address), then check all boxes that apply to indicate the change being made for that manager. FOR NEW MANAGERS - In a separate block, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Managers form L043.

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
<input type="checkbox"/> Address change		<input type="checkbox"/> Add as manager	<input type="checkbox"/> Address change		<input type="checkbox"/> Add as manager
<input type="checkbox"/> Name change		<input type="checkbox"/> Remove manager	<input type="checkbox"/> Name change		<input type="checkbox"/> Remove manager

6. ☒ **MANAGEMENT STRUCTURE CHANGE** - see Instructions L015 - check only one box below and follow instructions:
- ☒ CHANGING TO MANAGER-MANAGED LLC - complete and attach the Manager Structure Attachment form L040. *The filing will be rejected if it is submitted without the attachment.*
 - ☐ CHANGING TO MEMBER-MANAGED LLC - complete and attach the Member Structure Attachment form L041. *The filing will be rejected if it is submitted without the attachment.*

7. ☒ **STATUTORY AGENT CHANGE - NEW AGENT APPOINTED** - see Instructions L015:

7.1 REQUIRED - give the name (can be an individual or an entity) and <u>physical or street address</u> (not a P.O. Box) in Arizona of the NEW statutory agent:			7.2 OPTIONAL - mailing address in Arizona of NEW Statutory Agent (can be a P.O. Box):		
Donna B Stallings			Donna B Stallings		
Statutory Agent Name (required)			Statutory Agent Name (required)		
Attention (optional)			Attention (optional)		
6783 E Camino Principal			6783 E Camino Principal		
Address 1			Address 1		
Address 2 (optional)		AZ 85715	Address 2 (optional)		AZ 85715
City	Tucson	State Zip	City	Tucson	State Zip
7.3 REQUIRED - the <u>Statutory Agent Acceptance</u> form M002 must be submitted along with these Articles of Amendment.					

8. ☐ **STATUTORY AGENT ADDRESS CHANGE - ADDRESS OF CURRENT STATUTORY AGENT** - complete 8.1 and/or 8.2:

8.1 NEW physical or street address (not a P. O. Box) in Arizona of the existing statutory agent:			8.2 NEW mailing address in Arizona of the existing statutory agent (can be a P.O. Box):		
Attention (optional)			Attention (optional)		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State	Zip	City	State	Zip

9. ☒ **ARIZONA KNOWN PLACE OF BUSINESS ADDRESS CHANGE:**

9.1 Is the NEW Arizona known place of business address the same as the street address of the statutory agent?

- ☒ Yes - go to number 10 and continue
☐ No - go to number 9.2 and continue

9.2 If you answered "No" to number 9.1, give the NEW physical or street address (not a P.O. Box) of the known place of business of the LLC in Arizona:

Attention (optional)		
Address 1		
Address 2 (optional)		
City	State or Province	Zip
Country		

10. ☒ **DURATION CHANGE** - check one to indicate the NEW duration or life period of the LLC:

- ☒ Perpetual
☐ The LLC's life period will end on this date: _____ (enter a date - mm/dd/yy)
☐ The LLC's life period will end upon the occurrence of this event: _____ (describe an event)

11. ☐ **ENTITY TYPE CHANGE** - if changing entity type, check one and follow instructions:

- ☐ Changing to a PROFESSIONAL LLC - number 12 must also be completed.
☐ Changing to a NON-PROFESSIONAL LLC (professional LLC becoming a regular LLC).

12. ☐ **PROFESSIONAL SERVICES CHANGE** - describe the NEW type of professional services the professional LLC will render:

13. ☐ **OTHER AMENDMENT** - If an amendment was made that was not addressed by the check boxes on this form, then you must attach to these Articles of Amendment a complete copy of the LLC's written amendment.

SIGNATURE: By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ **I ACCEPT**

Michael N Figueroa

01/01/2013

Signature

Printed Name

Date (mm/dd/yy)

REQUIRED - check only one and fill in the corresponding blank if signing for an entity:

<input checked="" type="checkbox"/> This is a manager-managed LLC and I am signing individually as a manager or I am signing for an entity manager named: Palativm Romanorvm, LLC	<input type="checkbox"/> This is a member-managed LLC and I am signing individually as a member or I am signing for an entity member named:
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Filing Fee: \$25.00 (regular processing)
Expedited processing - add \$35.00 to filing fee.
All fees are nonrefundable - see Instructions.

Mall: Arizona Corporation Commission - Corporate Filings Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

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MANAGER STRUCTURE ATTACHMENT

- ENTITY NAME** – give the exact name of the LLC (foreign LLCs – give name in domicile state or country):
7106 E Freestone Dr, LLC
- A.C.C. FILE NUMBER** (if known): L-1591558-9
Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>
- Check one box only to indicate what document the Attachment goes with:**
☐ Articles of Organization ☒ Articles of Amendment
☐ Application for Registration ☐ Articles of Amendment to Application for Registration
- MANAGERS / MEMBERS** – give the name and address of each and every manager and list all members who own 20% or more of the profits or capital of the LLC. Members who own less than 20% may also be listed, but it is not required. Check the appropriate box or boxes below each person listed – do not check both member boxes. If more space is needed, use another Manager Structure Attachment form.

Westar Real Estate Services, LLC							
Name 6783 E Camino Principal				Name			
Address 1				Address 1			
Address 2 (optional) Tucson		AZ	85715	Address 2 (optional)			
City	UNITED STATES	State or Province	Zip	City		State or Province	Zip
Country	<input checked="" type="checkbox"/> Manager	<input type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member	Country	<input type="checkbox"/> Manager	<input type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member
L. Marc Haberman							
Name 3150 E Presidio Rd.				Name			
Address 1				Address 1			
Address 2 (optional) Tucson		AZ	85716	Address 2 (optional)			
City	UNITED STATES	State or Province	Zip	City		State or Province	Zip
Country	<input type="checkbox"/> Manager	<input checked="" type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member	Country	<input type="checkbox"/> Manager	<input type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member
Wendi Willock							
Name 5232 E Michelle Dr.				Name			
Address 1				Address 1			
Address 2 (optional) Scottsdale		AZ	85254	Address 2 (optional)			
City	UNITED STATES	State or Province	Zip	City		State or Province	Zip
Country	<input type="checkbox"/> Manager	<input checked="" type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member	Country	<input type="checkbox"/> Manager	<input type="checkbox"/> 20% or more member	<input type="checkbox"/> Less than 20% member

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STATUTORY AGENT ACCEPTANCE

Please read Instructions M002i

1. **ENTITY NAME** – give the exact name in Arizona of the corporation or LLC that has appointed the Statutory Agent:

7106 E Freestone Dr, LLC

2. **A.C.C. FILE NUMBER** (if entity is already incorporated or registered in Az): L-1591558-9
Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be either an individual or an entity):

Donna B. Stallings

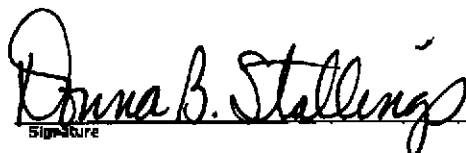
- 3.1 Check one box: ☒ The statutory agent is an **Individual** (natural person).
☐ The statutory agent is an **Entity**.

STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 3 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT


Signature

Donna B. Stallings
Printed Name

01/01/2013
Date

REQUIRED – check only one:

☒ **Individual as statutory agent:** I am signing on behalf of myself as the individual

☐ **Entity as statutory agent:** I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity.

Filing Fee: none (regular processing)
Expedited processing – add \$35.00 to filing fee.
All fees are nonrefundable – see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

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