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AZ CORPORATION COMMISSION
FILED

JUL 22 2013

FILE NO. L-1861508-Z

ARTICLES OF ORGANIZATION
OF
KARMA XOC, LLC

ARTICLE I
Name

The name of this limited liability company is KARMA XOC, LLC (the "Company").

ARTICLE II
Purpose

The purpose for which the Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the laws of the State of Arizona, as those laws may be amended from time to time.

ARTICLE III
Registered Office and Statutory Agent

The address of the registered office of the Company and the name and address of the agent for service of process are:

Registered Office: KARMA xoc, LLC
1981 East Colt Road
Tempe, Arizona 85284

Statutory Agent: Brian D. Cox
1981 East Colt Road
Tempe, Arizona 85284

ARTICLE IV
Perpetual Existence

The Company shall have perpetual existence and shall continue until dissolved by the members or by law otherwise.

ARTICLE V
Management

Management of the Company is vested in one or more of its managers. The name and mailing address of each manager of the Company at the time of its organization are:

Brian D. Cox
1981 East Colt Road
Tempe, Arizona 85284

ARTICLE VI
Members

The name and business, residence or mailing address of each member who owns a 20% or greater interest in the capital or profits of the Company are:

Brian D. Cox
1981 East Colt Road
Tempe, Arizona 85284

ARTICLE VIII
Liability and Indemnification

Except as provided under Chapter 4 of Title 29 of the Arizona Revised Statutes, as amended from time to time, a member, manager, employee, officer or agent of the Company is not liable, solely by reason of being a member, manager, employee, officer or agent, for the debts, obligations and liabilities of the Company, whether arising in contract or tort, under a judgment, decree or order of a court, or otherwise. The Company shall indemnify, to the maximum extent from time to time permitted by applicable law, any person who incurs liability or expense by reason of such person being a member, manager, employee, officer, or agent of the Company. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law. In addition, the Company shall advance the costs of defense (including costs of investigation) if claim or suit is asserted against any member, manager, employee, officer or agent in connection with such person acting on behalf of the Company, upon the execution of a written undertaking to the Company that such person will repay to the Company the full amount of such advances, plus interest at the short term federal rate, if it is determined by a court of competent jurisdiction or an arbitrator that such person is not entitled to indemnity.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 15 day of July, 2013.



Brian D. Cox

CONSENT TO ACT AS STATUTORY AGENT

I, Brian D. Cox, 1981 East Colt Road, Tempe, Arizona 85284, having been appointed as agent for service of process for KARMA XOC, LLC, an Arizona limited liability company, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

DATED: July 15, 2013.



Brian D. Cox