

APR 04 2017

FILE NO. L-2165687-1
ARTICLES OF ORGANIZATION

1. The name of this limited liability company is:

BILL LUKE ALFA ROMEO AND FIAT, L.L.C.

2. The address of the registered office is:

7833 S. Autoplex Loop
Tempe, AZ 85284

3. The statutory agent's name and address is:

James W. Ryan, Esq.
Frazer, Ryan, Goldberg & Arnold, LLP
3101 N. Central Avenue, Suite 1600
Phoenix, AZ 85012

4. Management of this limited liability company is vested in the following Manager,
whose names and business address is:

Donald L. Luke
2425 W. Camelback Rd.
Phoenix, AZ 85015

5. The name and address of the sole member of the limited liability company are:

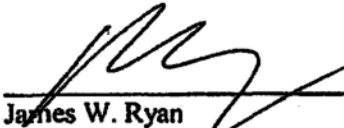
Donald L. Luke, Family Trustee of
The DLL-98 TRUST, dated April 24, 1998
2425 W. Camelback Rd.
Phoenix, AZ 85015

6. The term of the limited liability company shall be perpetual.

DATED this 28 day of February, 2017.


Donald L. Luke, Organizer

I, James W. Ryan, having been designated to act as Statutory Agent of BILL LUKE ALFA ROMEO AND FIAT, L.L.C. hereby consent to act in that capacity until removal or resignation is submitted in accordance with Arizona Revised Statutes.


James W. Ryan