

**FIRST AMENDMENT TO AND RESTATEMENT OF  
ARTICLES OF ORGANIZATION OF  
CHAR-MOR INVESTMENTS, LLC**

1. The name of the limited liability company is CHAR-MOR INVESTMENTS, LLC.
2. The date the original Articles of Organization were filed was March 15, 1996.
3. The ACC file number is L-0770584-2.
4. The entire original Articles of Organization shall be amended and restated as follows:

**ARTICLE 1**

**Name**

The name of this limited liability company is CHAR-MOR INVESTMENTS, LLC (the "Company").

**ARTICLE 2**

**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 such laws may be amended from time to time.

**ARTICLE 3**

**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: CHAR-MOR INVESTMENTS, LLC  
4100 S. Kendall Street  
Flagstaff, Arizona 86005

Statutory Agent: DAMIAN M. MORALES  
4100 S. Kendall Street  
Flagstaff, Arizona 86005

## **ARTICLE 4**

### **Perpetual Existence**

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

## **ARTICLE 5**

### **Management**

Management of the Company is vested in a manager or managers.

## **ARTICLE 6**

### **Managers**

The names and mailing addresses of the managers of the Company are:

Louis Martin Charlebois  
3861 N. Patterson Blvd.  
Flagstaff, Arizona 86004

Damian M. Morales  
4100 S. Kendall Street  
Flagstaff, Arizona 86005

Yolanda Charlebois  
3861 N. Patterson Blvd.  
Flagstaff, Arizona 86004

Audra R. Charlebois-Morales  
4100 S. Kendall Street  
Flagstaff, Arizona 86005

## **ARTICLE 7**

### **Members**

The name and business, residence, or mailing address of each member who owns a twenty percent (20%) or greater interest in the capital or profits of this limited liability company are:

The Charlebois Family Trust  
dated May 29, 2002  
3861 N. Patterson Blvd.  
Flagstaff, Arizona 86004

Charlebois Morales Family Trust  
dated September 14, 2018  
4100 S. Kendall Street  
Flagstaff, Arizona 86005

## ARTICLE 8

### Capital

The authorized capital of the Company shall consist of percentage interests or units of interest in the Company, which may be issued in separate classes and series of units, as provided in the Company's Operating Agreement, and which shall have the designations, rights, preferences, privileges and voting rights as set forth in the Company's Operating Agreement from time to time.

## ARTICLE 9

### 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 set his hands this 14th day of September, 2018.

  
LOUIS MARTIN CHARLEBOIS, Member

**CONSENT TO ACT AS STATUTORY AGENT**

DAMIAN M. MORALES, 4100 S. Kendall Street, Flagstaff, Arizona 86005, having been appointed as agent for service of process for CHAR-MOR INVESTMENTS, LLC, an Arizona limited liability company, hereby consents to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

DATED: September 14, 2018.



DAMIAN M. MORALES