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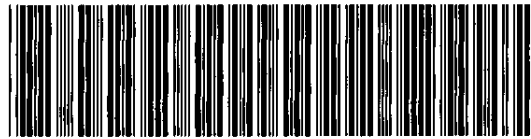
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08 SEP -5 AM 1:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Articles of Organization
of
AJI OF ARIZONA, LLC**

The undersigned, for the purpose of forming a Florida limited liability company, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be AJI OF ARIZONA, LLC ("Company").

ARTICLE II -- ADDRESS

The address of the Company in Florida is: 12653 S.W. County Road 769 - Suite F, Lake Suzy, Florida 34269.

ARTICLE III - PURPOSE

The purpose for which the Company is organized is to operate a real estate brokerage business which shall be affiliated with Allison James Estates & Homes. This Company is organized solely and only for this stated purpose.

ARTICLE IV -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Secretary of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE V -- REGISTERED OFFICE AND AGENT

The resident agent, whose Consent to Appointment as Registered Agent is included with these Articles, is Edward L. Wotitzky, Esq., and the street address of the Registered Office is: 223 Taylor Street, Punta Gorda, Florida 33950.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the written consent of members of the Company holding in excess of 50% of the issued and outstanding Membership Units of the Company. A member may transfer

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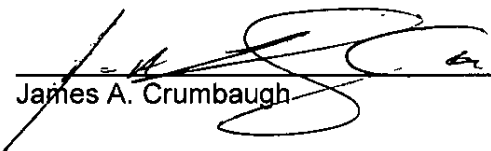
his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The Members of the Company shall have the right to 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 this Company. Continuation shall occur pursuant to the terms of the Operating Agreement of this Company and with the vote of members holding a majority of the then issued and outstanding Membership Units.

ARTICLE VIII -- MANAGEMENT

The real estate brokerage business of the Company shall be conducted and managed by the members who shall have exclusive authority to act for the Company in accordance with the terms and conditions set forth in the Operating Agreement.


James A. Crumbaugh

Consent to Appointment as Registered Agent

I, EDWARD L. WOTITZKY, accept appointment as registered agent, and further state that I am familiar with the duties of a registered agent.


Edward L. Wotitzky, Registered Agent

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08 SEP -5 AM 1:24
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