

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.  
ALTA Real Estate LLC**

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**ARTICLES OF ORGANIZATION  
For a Domestic Limited Liability Company**

Pursuant to the laws of the State of Florida, to wit Chapter 608, Florida Statutes, the undersigned executes the following articles ("Articles") for purposes of forming a limited liability company ("the Company"):

**ARTICLE I**

The name of the limited liability company is:

**ALTA Real Estate LLC**

**ARTICLE II**

The principal office shall be located at:  
1301 Oakmont Road  
Clarks Summit, PA 18411

The mailing address is  
PO Box 19  
Chinchilla, PA 18410

**ARTICLE III**

The initial registered agent is  
PEP Corporate Services LLC

Service of process may be made on the registered agent at  
2407 Pertwinkle Way, Suite 6, in the City of Sanibel, County of Lee, State of  
Florida, with the postal zip code being 33957.

**ARTICLE IV**

The Company may engage in any activity permitted by the Florida Limited Liability Company Act, as well as the other laws of the State of Florida, subject always to limitations of all other jurisdictions in which the Company acts.

**ARTICLE V**

The Company shall adopt an operating agreement that conforms to these Articles by unanimous consent of the initial members ("Operating Agreement"). The Operating Agreement shall always be construed to conform to these Articles or, if any paragraph or section of the Operating Agreement cannot be reasonably construed to conform to these Articles, each offensive paragraph and/or section of the Operating Agreement shall be stricken as if it had never been adopted into the Operating Agreement so that the Operating Agreement conforms to these Articles. The Operating Agreement shall otherwise be amendable and may address matters the Articles do not specifically preclude. This Article controls all contradictory provisions of the other Articles, if any.

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#### ARTICLE VI

The Company shall act under the direction of the members (each a "Member"), always pursuant to these Articles and the Operating Agreement.

#### ARTICLE VII

Except because of the provisions governing the admittance of new Members by unanimous vote, each Member shall have preemptive rights to purchase membership interests pursuant to any offering by the Company in cash pro rata based on the Member's membership interest in proportion to the collective membership interests of all the Members prior to the offering.

Except as provided in the Operating Agreement, the membership interests may be further limited in that all membership interests, including every portion thereof, may be subject to the Company's or the Members' rights of first refusal as expressed in the Operating Agreement.

The membership interests shall have no other limitations other than those specifically mandated by the Florida Limited Liability Company Act or as specified in these Articles or the Operating Agreement.

#### ARTICLE VIII

Members may, by a unanimous vote, compel the Company to make distributions of specified amounts and property, and at specified times.

No withdrawing Member is entitled to receive any distribution or the value of the Member's Membership interest as a result of withdrawal from the Company prior to the Company's liquidation, except as specifically provided in the Operating Agreement.

No Member is entitled to the return of, or interest on, that Member's capital contributions, except as otherwise provided in the Operating Agreement.

#### ARTICLE IX

The Company shall exist in perpetuity, unless dissolved pursuant to the Florida Limited Liability Company Act or as provided in the Operating Agreement.

#### ARTICLE X

All documents evidencing membership interests shall clearly bear legends indicating that the membership interests are issued subject to restrictions on transferability, in reliance upon the existence of exemptions from federal and state securities laws, and with other rights, limitations, preferences and elections as expressed in these Articles.

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**ACKNOWLEDGMENT**

I, an authorized representative of the Company, and without personally assuming or ratifying any prior contracts or promises made on behalf of the Company by any person or entity prior to the Company's formation, if any, execute these Articles this 13 day of September 2012.

  
Christian Miles

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ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT OF  
ALTA Real Estate LLC

I hereby accept the appointment as resident agent as designated in the attached Articles. I am familiar with and accept the obligations mandated by Chapter 608, Florida Statutes that are associated with the appointment.

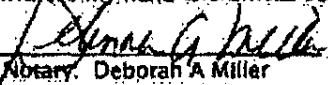
PFP Corporate Services LLC, a limited liability company  
formed under the laws of the State of Florida

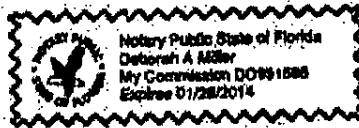
By:   
Charles PT Phoenix, its Manager

State of Florida )  
County of Lee )

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Charles PT Phoenix, Manager of PFP Corporate Services LLC, on behalf of the company, is known to me to be the person who executed this Acceptance of Appointment as Resident Agent.

Witness my hand and official seal this 17 day of September 2012.

  
Notary: Deborah A Miller



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TALLAHASSEE, FLORIDA

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**ALTA Real Estate LLC  
Membership Listing**

The Initial Managing Member of the Company is:

Christian Miles

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