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LINDA FISHER  
Director, Corporations Division

**ARIZONA CORPORATION COMMISSION**

November 4, 2008

RALPH R BROWN  
PO BOX 250  
DALLAS CENTER, IA 50053-0250

RE: DCI GROUP AZ L.L.C.  
File Number: L14862750

We are pleased to notify you that the Articles of Organization for the above-referenced entity **HAVE BEEN APPROVED.**

You must publish a Notice of the filing of your Articles of Organization or, alternatively, you may publish the Articles of Organization in their entirety. For your convenience, we have provided a Notice form that you can complete and submit to the newspaper of your choice. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. Publication must be completed **WITHIN 60 DAYS** after November 4, 2008, which is the date the document was approved for filing by the Commission. A list of acceptable newspapers in each county is enclosed and is also available on the Commission website. The limited liability company may be subject to administrative dissolution if it fails to publish. You do not need to file the Affidavit of Publication you will receive from the newspaper.

The Commission strongly recommends that you periodically monitor your company's record with the Commission, which can be viewed at [www.azcc.gov/Divisions/Corporations](http://www.azcc.gov/Divisions/Corporations).

If you have questions or need further information, please contact us at (602) 542-3026 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona Residents only) at 1-800-345-5819.

Sincerely,

Yvonne Contreras  
Examiner  
Corporations Division

LL:13  
REV. 09/2008



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AZ CORPORATION COMMISSION  
FILED

**ARTICLES OF ORGANIZATION**

OCT 31 2008

**OF**

FILE NO. L-14862750

**DCI GROUP AZ, L.L.C.**

TO: Arizona Corporation Commission  
State of Arizona  
Phoenix, Arizona 85007

The undersigned organizer and member of the Limited Liability Company organized pursuant to Arizona Revised Statutes §29-632 does hereby adopt the following Articles of Organization for such Limited Liability Company.

**ARTICLE ONE**

The name of the Limited Liability Company shall be DCI GROUP AZ, L.L.C.

**ARTICLE TWO**

The nature of the business to be transacted or the purpose for which the Limited Liability Company is formed is to provide consulting services and to engage in all the activities necessary, customary, convenient, or incident thereto.

**ARTICLE THREE**

The address of the registered office of the Limited Liability Company in Arizona is 2340 East Beardsley Road, Suite 100, Phoenix, Arizona 85024, located in the County of Maricopa.

**ARTICLE FOUR**

The name and address of the statutory agent is: Douglas M. Goodyear, 11401 North Blackheath Road, Scottsdale, Arizona 85254, located in the County of Maricopa.

**ARTICLE FIVE**

There are or will be two or more members at the time the Limited Liability Company is formed.

**ARTICLE SIX**

The Limited Liability Company shall exist and commence upon the acceptance of these Articles of Organization by the Arizona Corporation Commission for filing.

**ARTICLE SEVEN**

This Company shall have all the powers conferred on it by the Arizona Revised Statutes, as amended.

**ARTICLE EIGHT**

The management of the Limited Liability Company is vested in managers. The name and address of each person who is a manager and each member who owns a twenty percent or greater interest in the capital or profits of the Limited Liability Company are:

Thomas J. Synhorst  
Member and Manager  
2340 E. Beardsley Road, #100  
Phoenix, Arizona 85024

Douglas M. Goodyear  
Member and Manager  
11401 North Blackheath Road  
Scottsdale, Arizona 85254

James E. Murphy, Jr.  
Member and Manager  
23 Mercy Court  
Potomac, Maryland 20854

Brian S. McCabe  
Member and Manager  
157 Shaker Road  
Canterbury, New Hampshire 03224

Todd W. Baustert  
Member and Manager  
7713 South 155<sup>th</sup> Avenue  
Omaha, Nebraska 68138

Justin M. Peterson  
Member and Manager  
5100 Wehawken Road  
Bethesda, Maryland 20816

**ARTICLE NINE**

Any Operating Agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the

interpretation of, any written Operating Agreement of the Limited Liability Company as amended and in existence from time to time.

**ARTICLE TEN**

Except as otherwise provided by law, no member of this Limited Liability Company shall be personally liable for the acts or debts of this Limited Liability Company. Any member shall not be personally liable to the Company or its members for the monetary damages for breach of fiduciary duty as a member unless there is:

1. A breach of the member's duty of loyalty to the Limited Liability Company or its members.
2. Acts or omissions not in good faith which involve intentional misconduct or knowing violation of the law.
3. Transactions from which the member derives an improper personal benefit or wrongful distribution in violation of Arizona law.

IN WITNESS WHEREOF, the undersigned Member has caused the execution of the foregoing Articles of Organization on the 31<sup>st</sup> day of October, 2008.

  
\_\_\_\_\_  
Douglas M. Goodyear

**CONSENT TO ACT AS STATUTORY AGENT**

I, Douglas M. Goodyear, having been designated to act as statutory agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

  
\_\_\_\_\_  
Douglas M. Goodyear

**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Limited Liability Company Act have been complied with and accordingly, this **CERTIFICATE OF REGISTRATION** is hereby issued to:

**DCI GROUP AZ L.L.C.**

**IN WITNESS WHEREOF I** have hereunto set my hand and caused the seal of this office to be affixed as of the 14th day of April, 2009.

LINDA K. ARGO  
Director

Business and Professional Licensing Administration

A handwritten signature in black ink, appearing to read "Patricia E. Grays" followed by a flourish.

PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Adrian M. Fenty  
Mayor



**District of Columbia Government**  
**Corporations Division**  
 PO Box 92300  
 Washington DC 20090

**Application for Certificate of Registration for Foreign Limited Liability Company**

Use this form to register your foreign Limited Liability Company (LLC).

Entity Name: DCI GROUP AZ, L.L.C.      FILING TYPE: LIMITED LIABILITY COMPANY      FILING FEE: \$200 payable to DC Treasurer

Under the provisions of the Limited Liability Company Act, DC Official Code Title 29 Chapter 10, the company listed below hereby applies for a Certificate of Registration to transact business in the District of Columbia, and for that purpose submits the statement below.

1. Entity Name <b>DCI GROUP AZ, L.L.C.</b>	2. Company Designation elected in the District of Columbia. (Add LLC or PLLC if this designation is not required by the state of organization.) <b>DCI GROUP AZ, L.L.C.</b>
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3. Organized under the laws of which state or country <b>Arizona</b>	4. Date of Organization <b>10/31/2008</b>
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5. Term of Existence <b>perpetual</b>	6. Date company started or will start transacting business in the District of Columbia. (If you started business before you registered, contact Division for detailed instructions.) <b>Upon Filing</b>
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7. Address of the company in the state where it is organized. (If the principal address is outside the state of organization, give the RA in the state of organization.) <b>2340 East Beardsley Road, Suite 100 Phoenix, AZ 85024</b>	8. Registered Agent's name and address of registered office in District of Columbia. (Attach Form RA-1 for RA's consent to this application.) <b>Corporation Service Company 1090 Vermont Avenue, N.W. Washington, DC 20005</b>
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9. Briefly describe the proposed activity company will transact in the District of Columbia. (General purposes are acceptable in combination with specific purposes.) **Consulting, public relations, and all activities necessary, customary, convenient, or incident thereto.**

10. List all managers and members of the Limited Liability Company.

TITLE	NAME	ADDRESS
Pres-Manager	James E. Murphy, Jr.	23 Potomac Ct., Potomac, MD 20854
CEO-Manager	Douglas M. Goodyear	11401 N Blackheath, Scottsdale, AZ 85254
Chm-Manager	Thomas J. Synhorst	2340 E. Beardsley Rd., Ste 100, Phoenix, AZ 85024

11. It is authorized to pursue such purpose in the state or country under the laws of which it is organized.

12 Attach an original Certificate of Good Standing (Certificate of Existence) from Registration Authority in the State/Country of Incorporation that is not over 30 days old. (Certificate of good standing from Tax or Licensing Authority will not be sufficient.)

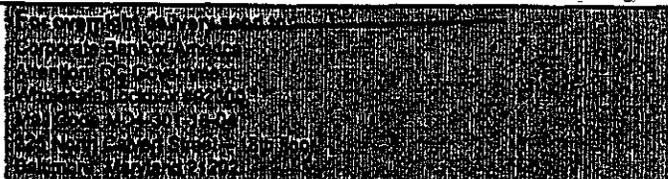
If you sign this application, you agree that you understand that anyone who makes a false statement anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

13. Select Company Representative executing this form Manager <input checked="" type="checkbox"/> Member <input type="checkbox"/> Authorized Person <input type="checkbox"/>	14. Signature * James E. Murphy, Jr.
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**FILE COPY**

NC APR 14 2009

Mail all forms and required payments to:  
 Department of Consumer and Regulatory Affairs  
 Corporations Division  
 P.O. Box 92300  
 Washington, DC 20090  
 Phone: (202) 442-4432



Please check [dora.dc.gov](http://dora.dc.gov) to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."

Reset Form

Print Form



**District of Columbia Government**  
**Corporations Division**  
 PO Box 92300  
 Washington DC 20090

**RA-1. Registered Agent Written Consent**

Use this form to appoint a Registered Agent for an entity. Choose Option A or B, but not both. There is no filing fee for this form.

Under DC Official Code (DCOC) Titles 29 and 41, a Registered Agent (RA) must be:  
 A. *bona fide resident of the District of Columbia (District), OR*  
 B. *for-profit corporation, authorized by articles of incorporation or certificate of authority to act as*  
 C. *limited liability corporations (LLCs) and limited liability partnerships (LLPs or LPs) may not act as RAs. Entities may not act as their own RAs.*

A. By a District Of Columbia resident: I, a bona fide District resident, consent to act as a RA for the entity below.

<b>Name of Resident</b>	<b>Address of Resident (Address must be in DC; not a PO Box)</b>
<b>Entity Name</b>	<b>Signature</b>

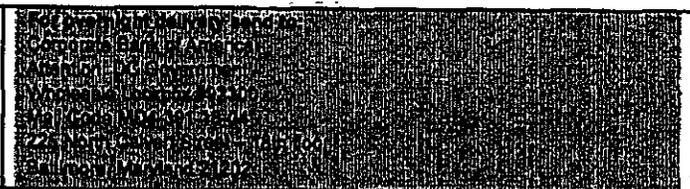
B. By a legally authorized corporation: The authorized corporate Registered Agent in the District, by the signatures of its President/President and Secretary/Assistant Secretary, agrees to act as RA for the entity below.

<b>Name of Corporation serving as RA</b>	<b>Address of Corporation (Address must be in DC; not a PO Box)</b>
Corporation Service Company	1090 Vermont Avenue, N.W. Washington, DC 20005
<b>Entity Name</b>	
DCI GROUP AZ, L.L.C.	

President <input type="checkbox"/> Vice-President <input checked="" type="checkbox"/>	Signature 
Secretary <input type="checkbox"/> Assistant Secretary <input checked="" type="checkbox"/>	Signature 

If you sign this form, you agree that you understand that anyone who makes a false statement anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

Mail all forms and required payments to:  
 Department of Consumer and Regulatory Affairs  
 Corporations Division  
 P.O. Box 92300  
 Washington, DC 20090  
 Phone: (202) 442-4432



Please check [dcra.dc.gov](http://dcra.dc.gov) to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."