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050106

Articles of Organization

Limited-Liability Company

(PURSUANT TO NRS CHAPTER 86)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20160366250-11 Filing Date and Time 08/18/2016 9:03 AM Entity Number E0365542016-6
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited-Liability Company: <small>(must contain approved limited-liability company wording; see instructions)</small>	KLLP RESIDENTIAL REDEVELOPMENT, LLC	Check box if a Series Limited- Liability Company <input type="checkbox"/>	Check box if a Restricted Limited- Liability Company <input type="checkbox"/>
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2. Registered Agent for Service of Process: <small>(check only one box)</small>	<input checked="" type="checkbox"/> Commercial Registered Agent: NEVADA CORPORATE HEADQUARTERS, INC <small>Name</small> <input type="checkbox"/> Noncommercial Registered Agent OR <input type="checkbox"/> Office or Position with Entity <small>(name and address below) (name and address below)</small> <hr/> <small>Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity</small> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; border-bottom: 1px dashed black;">Street Address</td> <td style="width: 20%; border-bottom: 1px dashed black;">City</td> <td style="width: 10%; border-bottom: 1px dashed black;">Nevada</td> <td style="width: 20%; border-bottom: 1px dashed black;">Zip Code</td> </tr> <tr> <td style="border-bottom: 1px dashed black;">Mailing Address (if different from street address)</td> <td style="border-bottom: 1px dashed black;">City</td> <td style="border-bottom: 1px dashed black;">Nevada</td> <td style="border-bottom: 1px dashed black;">Zip Code</td> </tr> </table>	Street Address	City	Nevada	Zip Code	Mailing Address (if different from street address)	City	Nevada	Zip Code
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3. Dissolution Date: <small>(optional)</small>	Latest date upon which the company is to dissolve (if existence is not perpetual):
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4. Management: <small>(required)</small>	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) OR <input type="checkbox"/> Member(s) <small>(check only one box)</small>
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5. Name and Address of each Manager or Managing Member: <small>(attach additional page if more than 3)</small>	1) KIMBERLY A. HARVEY <small>Name</small> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; border-bottom: 1px dashed black;">P O BOX 27740</td> <td style="width: 20%; border-bottom: 1px dashed black;">LAS VEGAS</td> <td style="width: 10%; border-bottom: 1px dashed black;">NV</td> <td style="width: 20%; border-bottom: 1px dashed black;">89126</td> </tr> <tr> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small></td> <td><small>Zip Code</small></td> </tr> </table> 2) <small>Name</small> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="border-bottom: 1px dashed black;">Street Address</td> <td style="border-bottom: 1px dashed black;">City</td> <td style="border-bottom: 1px dashed black;">State</td> <td style="border-bottom: 1px dashed black;">Zip Code</td> </tr> </table> 3) <small>Name</small> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="border-bottom: 1px dashed black;">Street Address</td> <td style="border-bottom: 1px dashed black;">City</td> <td style="border-bottom: 1px dashed black;">State</td> <td style="border-bottom: 1px dashed black;">Zip Code</td> </tr> </table>	P O BOX 27740	LAS VEGAS	NV	89126	<small>Street Address</small>	<small>City</small>	<small>State</small>	<small>Zip Code</small>	Street Address	City	State	Zip Code	Street Address	City	State	Zip Code
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6. Name, Address and Signature of Organizer: <small>(attach additional page if more than 1 organizer)</small>	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; border-bottom: 1px dashed black;">DIANNA R. TEMPLE</td> <td style="width: 5%; text-align: center;">X</td> <td style="width: 45%; border-bottom: 1px dashed black;">DIANNA R. TEMPLE</td> </tr> <tr> <td><small>Name</small></td> <td></td> <td><small>Organizer Signature</small></td> </tr> <tr> <td style="border-bottom: 1px dashed black;">P O BOX 27740</td> <td style="border-bottom: 1px dashed black;">LAS VEGAS</td> <td style="border-bottom: 1px dashed black;">NV 89126</td> </tr> <tr> <td><small>Address</small></td> <td><small>City</small></td> <td><small>State Zip Code</small></td> </tr> </table>	DIANNA R. TEMPLE	X	DIANNA R. TEMPLE	<small>Name</small>		<small>Organizer Signature</small>	P O BOX 27740	LAS VEGAS	NV 89126	<small>Address</small>	<small>City</small>	<small>State Zip Code</small>
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<small>Address</small>	<small>City</small>	<small>State Zip Code</small>											

7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. <input checked="" type="checkbox"/> NEVADA CORPORATE HEADQUARTERS, INC <small>Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity</small> <div style="float: right; text-align: right;"> <table style="border-collapse: collapse;"> <tr> <td style="border-bottom: 1px dashed black;">8/18/2016</td> </tr> <tr> <td><small>Date</small></td> </tr> </table> </div>	8/18/2016	<small>Date</small>
8/18/2016			
<small>Date</small>			

This form must be accompanied by appropriate fees.

**ARTICLES OF ORGANIZATION OF
KLLP RESIDENTIAL REDEVELOPMENT, LLC
A NEVADA LIMITED LIABILITY COMPANY**

(Pursuant to NRS 86.161)

The undersigned person(s) hereby form a limited liability company under the Nevada Limited Liability Company Act and adopt as the Articles of Organization of such limited liability company the following:

- I. **NAME.** The name of the limited liability company shall be: **KLLP RESIDENTIAL REDEVELOPMENT, LLC**
- II. **REGISTERED AGENT.** The name and business address of agent for service of process in Nevada shall be:

**Nevada Corporate Headquarters, Inc.
4730 S. Fort Apache Rd., Suite 300
Las Vegas, NV 89147-7947**
- III. **DURATION.** The period of its duration shall be perpetual from the date of filing of the Articles of Organization with the Secretary of State of the State of Nevada.
- IV. **MANAGEMENT OF THE COMPANY.** This Company shall be managed by the Manager. **Kimberly A. Harvey** has been named as Manager of this Company, by consent of the Members, and shall have all powers, duties and responsibilities as outlined in the Operating Agreement. Only the Manager or Managing Members can bind the Company, Non-Managing Members have no authority to bind it. The Manager, Member or Managing Member shall have the following official Mailing Address: P.O. Box 27740, Las Vegas, NV 89126.
- V. **PURPOSE.** The purpose for which the limited liability company is organized shall be as follows:

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful business for which limited liability companies may be organized according to the laws of the State of Nevada, excluding banking and insurance, including all powers and purposes now and hereafter permitted by law to a limited liability company.
- VI. **BUSINESS CONTINUANCE.** 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 the Company, the remaining members of the Company may continue the business of the Company upon unanimous agreement as provided in the Operating Agreement of the Company.
- VII. **ADDITION AND REMOVAL OF MEMBERS.** Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree and as provided in the Operating Agreement of the Company. The members may be expelled or removed only in the manner provided in the Company's Operating Agreement.
- VIII. **INDEMNIFICATION.** The Company shall indemnify an individual made a party to any proceeding that results from his or her relationship as a manager, officer, organizer, employee or agent of the Company against liability incurred in the proceeding if:
 - A. He/she conducted himself/herself in good faith
 - B. He/she reasonably believed that his/her conduct was in or at least not opposed to the Company's best interest and
 - C. In the case of any criminal proceeding, he/she had no reasonable cause to believe his/her conduct was unlawful.

Indemnification shall also be provided for an individual's conduct with respect to an employee benefit plan if the individual reasonably believed his/her conduct to be in the interests of the participants in and beneficiaries of such plan.

The Company shall pay for or reimburse the reasonable expenses incurred by a manager, officer, organizer, employee, or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding if:

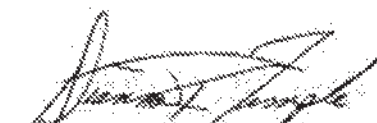
- A. The individual furnishes the Company with a written affirmation of his/her good faith belief that he/she has met the standard of conduct described herein
- B. The individual furnishes the Company a written undertaking executed personally or on his behalf to repay the advance if it is ultimately determined that he/she did not meet the standard of conduct and
- C. A determination is made that the facts then known to those making the determination would not preclude indemnification under the law. The undertaking required by this paragraph shall be an unlimited general obligation, but need not be secured and may be accepted without reference to financial ability to make repayment.

The indemnification and advance of expenses authorized herein shall not be exclusive to any other rights to which any manager, officer, organizer, employee or agent may be entitled under any bylaw, agreement, and vote of members or disinterested managers or otherwise. The Articles of Organization shall not be interpreted to limit in any manner the indemnification or right to advancement for expenses of an individual who would otherwise be entitled thereto. These Articles of Organization shall be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law.

In addition to the foregoing, the Company shall indemnify and save the organization harmless for all acts taken by them as organizers of the Company, and shall pay all costs and expenses incurred by or imposed upon them as a result of the same, including compensation based upon the usual charges for expenditures required of them in pursuit of the defense against any liability arising on the account of acting as organizers or on the account enforcing the indemnification right hereunder, and the Company releases them from all liability for any such act as organizers not involving willful or grossly negligent misconduct.

- IX. **PREEMPTIVE RIGHTS.** The members of the Company have preemptive rights only in the manner specified in the Operating Agreement.
- X. **ORGANIZER.** This Company is organized by the undersigned.

Dianna R. Temple
4730 S. Fort Apache Rd., Suite 300
Las Vegas, NV 89147-7947



Signature of Organizer
Dianna R. Temple

Date: 8/18/16

Acceptance of Registered agent: NEVADA CORPORATE HEADQUARTERS, INC. hereby accepts the appointment as registered agent for the said Limited Liability Company.



Trevor C. Rowley- Office Administrator
(On behalf of Nevada Corporate Headquarters, Inc.)

Date: 8/18/16

SECRETARY OF STATE



LIMITED LIABILITY COMPANY CHARTER

I, BARBARA K. CEGAVSKE, the Nevada Secretary of State, do hereby certify that **KLLP RESIDENTIAL REDEVELOPMENT, LLC** did on August 18, 2016, file in this office the Articles of Organization for a Limited Liability Company, that said Articles of Organization are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain all the provisions required by the laws governing Limited Liability Companies in the State of Nevada.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on August 18, 2016.

Barbara K. Cegavske

BARBARA K. CEGAVSKE
Secretary of State

Certified By: Electronic Filing
Certificate Number: C20160818-0400
You may verify this certificate
online at <http://www.nvsos.gov/>