



State of California
Secretary of State

LLC-1

File #

201107010434

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION

FILED
in the office of the Secretary of State
of the State of California

MAR 01 2011

A \$70.00 filing fee must accompany this form.

IMPORTANT – Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd." and "Co.," respectively.)

1. NAME OF LIMITED LIABILITY COMPANY

CAPITOL SMOG LLC

PURPOSE (The following statement is required by statute and should not be altered.)

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

INITIAL AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both Items 3 and 4 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 3 must be completed (leave Item 4 blank).)

3. NAME OF INITIAL AGENT FOR SERVICE OF PROCESS

SPIEGEL & UTRERA P.A., WHICH WILL DO BUSINESS IN CALIFORNIA AS SPIEGEL & UTRERA, P.C.

4. IF AN INDIVIDUAL, ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS IN CALIFORNIA CITY

STATE

ZIP CODE

CA

MANAGEMENT (Check only one)

5. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY:



ONE MANAGER



MORE THAN ONE MANAGER



ALL LIMITED LIABILITY COMPANY MEMBER(S)

ADDITIONAL INFORMATION

6. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

EXECUTION

7. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

2-28-11

2/29/2011

DATE

SIGNATURE OF ORGANIZER

ELSIE SANCHEZ

TYPE OR PRINT NAME OF ORGANIZER

ARTICLES OF ORGANIZATION OF CAPITOL SMOG LLC

The undersigned, for the purpose of forming a limited liability company under the Beverly-Killea limited liability company act, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - DURATION

Subject to the provisions of Article 3, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 2 - ADMISSION OF NEW MEMBERS

No additional Member(s) shall be admitted to the Company except with the unanimous written consent of all the Member(s) of the Company and upon such terms and conditions as shall be determined by all the Member(s). A Member may transfer his or her interest in the Company as set forth in the regulations 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 all the other Member(s) of the Company other than the Member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 3 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or Manager, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company, unless the business of the Company is continued by the consent of all the remaining Members, provided there is at least one remaining Member.



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ARTICLE 4 - MANAGEMENT

The Company shall be managed by the Manager(s) of the Company, and the Officers of the Company shall be elected by the Manager(s) in accordance with regulations adopted by the Member(s) for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.



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