DOC ID ----> 200207002386

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/11/2002	200207002386	ARTICLES OF ORGANIZATION/DOM. LLC (LCA)	125.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

DEBORAH S TASSIE
4853 MONROE ST
TOLEDO, OH 43623

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1305140

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

EMJ PROPERTIES, LLC

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
ARTICLES OF ORGANIZATION/DOM. LLC	**200207002386**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 11th day of March, A.D. 2002.

J. Kenneth Blackwell

Ohio Secretary of State

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Articles of Organization of
EMJ PROPERTIES, LLC

2002 MAR 11 AM 10:31

The undersigned, desiring to form a limited liability company under Chapter 1705 of the Ohio Revised Code, hereby states as follows:

1. **Name:** The name of the company is EMJ PROPERTIES, LLC.

2. **Duration:** The duration of the company shall be perpetual.

3. **Address:** The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of the company is 4403 Bromley, Toledo, OH 43623.

4. **Purpose:** The purpose of the limited liability company shall be to engage in any and all activities for which a limited liability company may be formed under Chapter 1705 of the Ohio Revised code.

5. **Classes of Memberships:** There shall be two classes of memberships as follows:
a. Class A: The Company is authorized to issue 100 Class A membership certificates. Class A members shall be entitled to vote on all issues.
b. Class B: The Company is authorized to issue 100 Class B membership certificates. Class B members shall have no voting rights, unless otherwise set forth in the Operating Agreement.

6. **Admission of New Members:** No person may be admitted as a member, unless each Class A member consents, in writing, to the admission of the additional member.

7. **Management:** The Company shall be managed by a Management Committee consisting of at least one Manager, to be elected annually by the Class A members. Initially, the Company shall be managed by Edna Marie Jean (Initial Manager) of 4403 Bromley, Toledo, OH 43623, until the first meeting of Class A members, or until her successor is elected.

8. **Sharing in Profits and Losses:** The allocation of income, gain, loss or profit, credits, or similar items shall be allocated on a member's percentage ownership of membership certificates, and not based on a member's relative capital account.

9. **Distribution of Profits**: Distribution to the members of the net profits of the Company shall be made at least annually, except that net profits and prior earnings may be retained by the company and transferred to the member's capital accounts for the reasonable needs of the business as determined in the sole and absolute discretion of the Management Committee.

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10. **Transferability of Member's Interest:** A member's interest in the Company is not assignable in whole or in part, unless two-thirds of the non-assigning Class A members consent to the assignment. An assignment of a member's interest in the Company does not dissolve the Company or entitle the assignee to become or to exercise any rights or powers of a member. An assignment entitles the assignee to share in the profits and losses of the Company, to receive such distribution(s), and to receive such allocation of income, gain, loss, or credit or similar item to which the assignor was entitled, to the extent assigned. A member ceases to be a member and ceases to have the power to exercise any rights or powers of a member upon assignment or his entire interest in the Company. The mere consent to the assignment, without more, does not automatically make the assignee a member. An assignee may become a member only if two-thirds of the Class A members consent to the assignee becoming a member.

11. **Amendments:** The power to adopt, alter, amend, or repeal (collectively, "amendments") these Articles and the Operating Agreement of the Company shall be reserved to the Management Committee by a two-thirds vote. Such amendments shall be duly signed by all of the Managers, and filed with the Secretary of State of Ohio. All members of the Company agree to abide by these Articles, the Operating Agreement, and any amendments thereto, and agree to sign such for the purpose of filing with the Secretary of State of Ohio, if such signatures are necessary.

In Witness Whereof, the undersigned has executed this instrument as of March 8 2002 2002.

Edna M. Jean, IM

Edna Marie Jean, Initial Manager

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APPOINTMENT OF AGENT

Now comes the Manager of EMJ PROPERTIES, LLC and appoints Edna Marie Jean, 4403 Bromley, Toledo, OH 43623, to be the statutory agent upon whom service of process can be served.

Edna Marie Jean
Manager

ACCEPTANCE OF APPOINTMENT

I, Edna Marie Jean, hereby accept appointment as the Statutory Agent of EMJ PROPERTIES, LLC.

Edna Marie Jean, Agent