Filing Fee: \$150.00

ID Number:	4	15



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION (To Be Filed In Duplicate)



Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

,	The address of the limited liability company's resident ag	yent in Rhada Island isla /a. Al	1 States 1031 Y-Change	
<u>-</u> .	Facilitator, LLC	gent in Knode Island 15.0/0 AL	I States 1051 A-Glange	
	50 Exchange Terrace, Suite 330	Providence	, RI <u>02903</u>	
	(Street Address, <u>not</u> P.O Box)	(City/Town)	(Zip Code)	
	and the name of the resident agent at such address is			
		(Name of Age	ent)	
3.	Under the terms of these Articles of Organization and any written operating agreement made or intended to be made the limited liability company is intended to be treated for purposes of federal income taxation as:			
	(Check on	e box only)		
	a partnership \underline{or} a corporation \underline{o}	\mathbf{x} disregarded as an en	tity separate from its member	
1.	The address of the principal office of the limited liability company if it is determined at the time of organization:			
	c/o All States 1031 X-Change Facilitato	r, LLC		
	50 Exchange Terrace, Suite 330, Provide	nce, Rhode Island 02903	}	
5.	except the provision of professional services as defined dissolved or terminated in accordance with Chapter 7-	d in Section 7-5.1-2, and shall	have perpetual existence unti	
	paragraph 6 of these Articles of Organization.	§	FILED	
		.11.	JL 18 2001	
		O.	- a++-9	

	company is formed, and any other prov	istent with law, which the members elect to have set forth in these Articles of I to, any limitation of the purposes or duration for which the limited liability ision which may be included in an operating agreement: be transferred in accordance with the provisions of the
	perating Agreement.	
7.	The limited liability company is to be ma	anaged by:
		(Check one box only)
	its me	mbers <u>or</u> X by one (1) or more managers
8.	If the limited liability company has mana address of each manager:	agers at the time of filing these Articles of Organization, state the name and
	<u>Manager</u>	<u>Address</u>
F	Paul J. DeLuise	c/o All States 1031 X-Change Facilitator, LLC
		50 Exchange Terrace, Suite 330
-		Providence, Rhode Island 02903
9	The date these Articles of Organization	are to become effective, if later than the date of filing, is:
	Upon filing of these articles	of organization
	(not prior to, nor more	than 30 days after, the filing of these Articles of Organization)
Date	July / 8 , 2001	Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct. Signature of Authorized Person