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BARBARA K. CEGAVSKE
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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 20150206570-88 Filing Date and Time 05/05/2015 2:13 PM Entity Number E0221662015-6
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	VALLEY COMMUNICATIONS ASSOCIATION, LLC	Check box if a Series Limited-Liability Company	Check box if a Restricted Limited-Liability Company
		<input type="checkbox"/>	<input type="checkbox"/>

2. Registered Agent for Service of Process: (check only one box)	<input type="checkbox"/> Commercial Registered Agent: _____ Name	OR	<input type="checkbox"/> Office or Position with Entity (name and address below)
	<input checked="" type="checkbox"/> Noncommercial Registered Agent (name and address below)		
	THOMAS HUSTED Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity		
	800 E. HIGHWAY 372 Street Address		PAHRUMP City
	800 E. HIGHWAY 372 Mailing Address (if different from street address)	PAHRUMP City	Nevada: 89041 Zip Code

3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual): _____
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4. Management: (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) OR <input type="checkbox"/> Member(s) (check only one box)
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5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) VALLEY ELECTRIC ASSOCIATION, INC. Name	800 E. HIGHWAY 372 Street Address	PAHRUMP City	NV State	89041 Zip Code
	2) _____ Name	_____	_____	_____	_____
	_____	_____	_____	_____	_____
	3) _____ Name	_____	_____	_____	_____
	_____	_____	_____	_____	_____
	_____	_____	_____	_____	_____

6. Effective Date and Time: (optional)	Effective Date: _____	Effective Time: _____
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7. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	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.			
	VALLEY ELECTRIC ASSOCIATION, INC. Name	<input checked="" type="checkbox"/> VALLEY ELECTRIC ASSOCIATION, INC. Organizer Signature		
	800 E. HIGHWAY 372 Address	PAHRUMP City	NV State	89041 Zip Code

8. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity.		
	<input checked="" type="checkbox"/> THOMAS HUSTED Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity	5/5/2015 Date	

This form must be accompanied by appropriate fees.

**ATTACHMENT TO ARTICLES OF ORGANIZATION
OF
VALLEY COMMUNICATIONS ASSOCIATION, LLC,
a Nevada limited liability company**

The following articles are hereby adopted as additional articles to the Articles of Organization of VALLEY COMMUNICATIONS ASSOCIATION, LLC, a Nevada limited liability company (the "Company"):

ARTICLE 8
INDEMNIFICATION AND PAYMENT OF EXPENSES

Section 8.1. Indemnification and Payment of Expenses. In addition to any other rights of indemnification permitted by the laws of the State of Nevada as may be provided for by the Company in its operating agreement, bylaws or by any other agreement, the expenses of managers, directors, and officers incurred in defending a civil or criminal action, suit or proceeding, involving alleged acts or omissions of such manager, director or officer in his or her capacity as a manager, director and/or officer of the Company, must be paid by the Company, or through insurance purchased and maintained by the Company or through other financial arrangements made by the Company permitted by the laws of the State of Nevada, as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an unsecured undertaking by or on behalf of the manager, director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the Company.

Section 8.2. Repeal, Modification and Conflicts. Any repeal or modification of Section 8.1 approved by the managers and members of the Company shall be prospective only. In the event of any conflict between Section 8.1 and any other article of the Company's articles of incorporation, the terms and provisions of Section 8.1 shall control.