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Elaine F. Marshall
North Carolina Secretary of State
C200920900014

ARTICLES OF ORGANIZATION OF SILVA & SILVA, LLC

Pursuant to Section 57C-2-20 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Organization for the purpose of forming a limited liability company.

- 1. The name of the limited liability company is Silva & Silva, LLC.
- 2. The name and address of the organizer executing these Articles of Organization are:

Name
Address

Andrew W. Howle
c/o Nexsen Pruet, PLLC
P. O. Box 3463

Greensboro, NC 27402-3463

- 3. The street address, mailing address, and county of the initial registered office of the limited liability company are 105 Staunton Drive, Greensboro, Guilford County, NC 27410.
- 4. The name of the initial registered agent of the limited liability company is Enrico A. Silva.
- 5. The limited liability company shall be manager-managed; thus, except as provided in N.C.G.S. Section 57C-3-20(a), the members shall <u>not</u> be managers by virtue of their status as members.
- 6. To the extent there is more than one (1) member of the limited liability company, all agreements of the members constituting operating agreements of the limited liability company must be in writing.
- 7. To the fullest extent permitted by the North Carolina Limited Liability Company Act as it currently exists or may be subsequently amended, no person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company, to any of its members or to any third parties for monetary damages for breach of duty as a manager. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted by this provision with respect to any matter that occurred prior to such amendment, repeal or adoption.
- 8. To the fullest extent permitted by the North Carolina Limited Liability Company Act as it currently exists or may be subsequently amended, the limited liability company shall

provide indemnification to all members and managers for judgments, settlements, penalties, fines or expenses incurred in a proceeding to which the member or manager is a party because such person is or was a member or manager. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted by this provision with respect to any matter that occurred prior to such amendment, repeal, or adoption.

9. These Articles of Organization shall be effective upon filing.

This the 27th day of July, 2009.

Signature

Name:

Andrew W. Howle

Capacity:

Organizer