

April 27, 2007

Please find enclosed Articles of Organization for 84 LLC's along with the registration fee. If you have any questions, please call Don Erbaugh at 540.477.3131. Thank you for your assistance.

And 070430^c 4173

CLERK'S OFFICE
2007 APR 30 PM 12: 24
REGISTRATION

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5/2/07*

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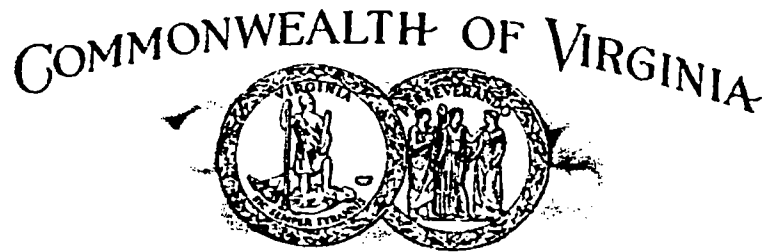
1977

1978

THEODORE V. MORRISON, JR.
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

May 7, 2007

WILLIAM B HOLTZMAN
5534 NORTH MAIN ST
PO BOX 8
MT JACKSON, VA 22842

RE: Winchester Liberty Tanks 494, LLC
ID: S222378 - 4
DCN: 07-04-30-4173

Dear Customer:

This is your receipt for \$100.00 to cover the fee(s) for filing articles of organization for a limited liability company with this office.

The effective date of the certificate of organization is May 7, 2007.

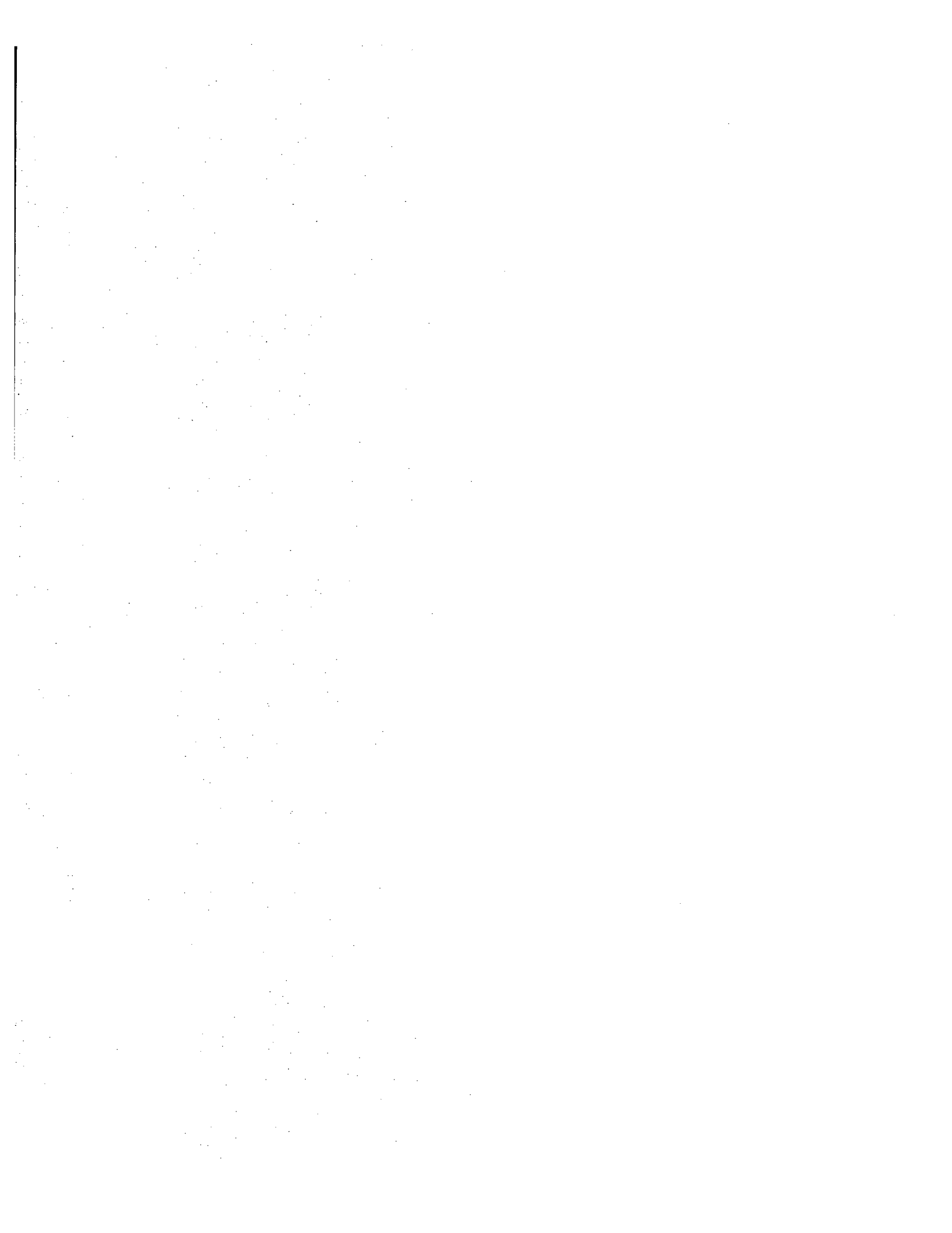
Thank you for contacting our office. If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

Sincerely,

A handwritten signature in black ink that reads 'Joel H. Peck'. The signature is written in a cursive style with a large initial 'J'.

Joel H. Peck
Clerk of the Commission

RECEIPTLC
LLNCD
CIS0336



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, MAY 7, 2007

The State Corporation Commission has found the accompanying articles submitted on behalf of
Winchester Liberty Tanks 494, LLC

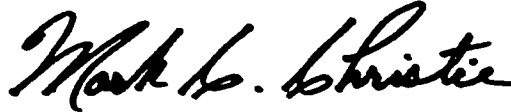
to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

CERTIFICATE OF ORGANIZATION

be issued and admitted to record with the articles of organization in the Office of the Clerk of the
Commission, effective May 7, 2007.

STATE CORPORATION COMMISSION

By



Commissioner



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

LLC-1011
(07/06)

ARTICLES OF ORGANIZATION OF A
DOMESTIC LIMITED LIABILITY COMPANY

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. The name of the limited liability company is

Winchester Liberty Tanks 494, LLC

(The name must contain the words limited company or limited liability company or the abbreviation L.C., LC, L.L.C., or LLC)

2. A. The name of the limited liability company's initial registered agent is

William B. Holtzman

B. The registered agent is (mark appropriate box):

- (1) an INDIVIDUAL who is a resident of Virginia **and**
 - a member or manager of the limited liability company.
 - a member or manager of a limited liability company that is a member or manager of the limited liability company.
 - an officer or director of a corporation that is a member or manager of the limited liability company.
 - a general partner of a general or limited partnership that is a member or manager of the limited liability company.
 - a trustee of a trust that is a member or manager of the limited liability company.
 - a member of the Virginia State Bar.

OR

- (2) a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

3. The limited liability company's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

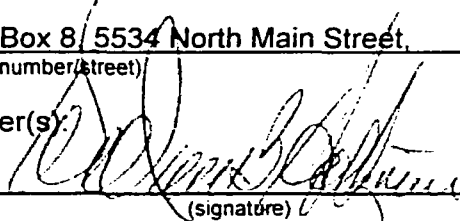
P.O. Box 8, 5534 North Main Street, Mt. Jackson, VA 22842
(number/street) (city or town) (zip)

which is physically located in the county or city of Shenandoah

4. The limited liability company's principal office address, including the street and number, is

P.O. Box 8, 5534 North Main Street, Mt. Jackson, VA 22842
(number/street) (city or town) (state) (zip)

Organizer(s):

 1-26-07
(signature) (date)

William B. Holtzman (540) 477-3131
(printed name) (telephone number (optional))

