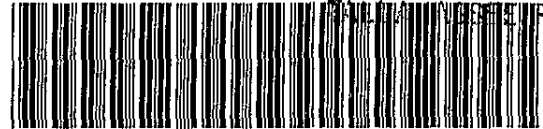


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SECRETARY OF STATE
FLORIDA



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08/12/04--01018--014 **125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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TO: Registration Section
Division of Corporations

2004 AUG 12 P 1:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: YOYO REAL ESTATE INVESTMENTS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

YOHAI BORENSTEIN
(Name of Person)

YOYO REAL ESTATE INVESTMENTS, LLC
(Firm/Company)

2035 LOCUST STREET
(Address)

DENVER, CO 80207
(City/State and Zip Code)

For further information concerning this matter, please call:

YOHAI BORENSTEIN at (303) 283-4112
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

YOYO REAL ESTATE INVESTMENTS, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

2035 LOCUST STREET

2035 LOCUST STREET

SUITE 100B

SUITE 100B

DENVER, CO 80207

DENVER, CO 80207

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

MICHAEL HARBOU

Name

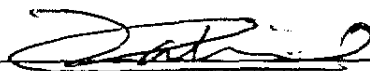
2999 NORTH EAST 191 STREET, SUITE 900

Florida street address (P.O. Box NOT acceptable)

AVENTURA, FLORIDA 33180

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes..



Registered Agent's Signature

FILED

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

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Title:
"MGR" = Manager
"MGRM" = Managing Member

Name and Address: SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MGRM

YOHAI BORENSTEIN
2035 LOCUST STREET, SUITE 100B
DENVER, CO 80207


MGRM

MITEM HOLDING, LLC
2035 LOCUST STREET, SUITE 100B
DENVER, CO 80207

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

YOHAI BORENSTEIN
Typed or printed name of signee

- Filing Fees:**
\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)