

10000000 8816

DOUGLAS H. REYNOLDS, P.A.  
SOUTHTRUST BANK BUILDING, 10TH FLOOR  
4875 NORTH FEDERAL HIGHWAY  
FORT LAUDERDALE, FLORIDA 33308

DOUGLAS H. REYNOLDS  
BOARD CERTIFIED  
BUSINESS LITIGATION

MJH

TELEPHONE (954) 491-5220  
FACSIMILE (954) 491-0702

July 24, 2000

DO NOT MAIL!  
CALL Karen @  
878-9966 to  
Pick up. - Jeff

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Filing Articles of Organization for YF, LLC  
Ordering Certificate in Good Standing  
Our file number 1388-8

Dear Sir or Madam:

Please find enclosed an original and one copy of Articles of Organization and Registered Agent Designation for the limited liability company to be known as "YF, LLC" which we would like to have filed with your office. Please also find enclosed our check, payable to the Secretary of State, in the sum of \$130.00, representing your filing fee of \$125.00 and \$5.00 for a Certificate in Good Standing.

Please register this organization and return a conformed copy of the Articles to this office, along with your Certificate, at your soonest convenience.

If you find you require something further from this office, we would appreciate you telephoning us at the number listed herein above. Thank you for your attention to this matter.

Sincerely yours,

  
DOUGLAS H. REYNOLDS

800003335268--5  
-07/25/00--01053--011  
\*\*\*\*125.00 \*\*\*\*125.00

DHR\sam  
enclosures

cc\ James E. Yonge  
Capital Area Process Service

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-07/25/00--01053--012  
\*\*\*\*\*5.00 \*\*\*\*\*5.00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JUL 25 AM 11:22

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 1:43

**ARTICLES OF ORGANIZATION  
OF  
YF, LLC  
a Florida Limited Liability Company**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 1:43

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act., F. S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be YF, LLC (hereinafter referred to as the "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is 1256 Seminole Drive, Fort Lauderdale, Florida, 33304.

**ARTICLE III - PURPOSE**

The purpose for which the company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited company organized and existing by virtue of such laws.

**ARTICLE IV - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or in the regulations.

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The name and street address of the Registered Agent of the Company in the State of Florida are JAMES E. YONGE, 1256 Seminole Drive, Fort Lauderdale, Florida 33304.

**ARTICLE VI - CAPITAL CONTRIBUTIONS**

**ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members, or as provided in the regulations.

**ARTICLE VIII - ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless 51% of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by a majority vote of all the remaining members.

**ARTICLE X - MANAGEMENT**

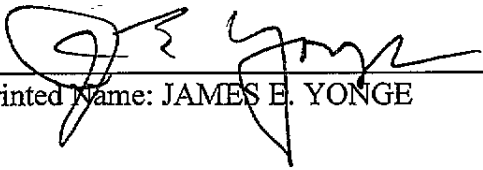
The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the

Company not inconsistent with law or these Articles of Organization. The name and address of the member of the Company are:

**NAME**  
JAMES E. YONGE

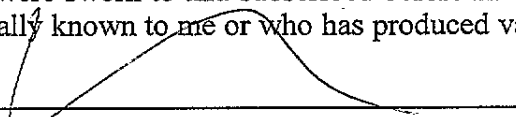
**ADDRESS**  
1256 Seminole Drive  
Fort Lauderdale, Florida 33304

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Fort Lauderdale, Broward County, Florida, on July 22, 2000.

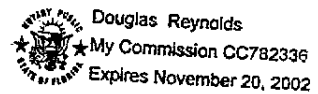
  
Printed Name: JAMES E. YONGE

STATE OF FLORIDA     )  
COUNTY OF Broward     )

The foregoing Articles of Organization were sworn to and subscribed before me on July 22, 2000 by JAMES E. YONGE, who is personally known to me or who has produced valid and sufficient identification.

  
Notary Public, State of Florida at Large  
Printed Name: \_\_\_\_\_  
Commission Stamp:

Personally Known  
 Identification Provided: \_\_\_\_\_




**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

Under provisions of §608.414 Fla. Stat. or §608.507, YF, LLC, a Florida Limited Liability Company, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is YF, LLC.
2. The name and street address of the registered agent in Florida are:

**Mr. James E. Yonge  
1256 Seminole Drive  
Fort Lauderdale, Florida 33304**

The undersigned, being the person named in the Articles of Organization of YF, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
Registered Agent  
Printed Name: JAMES E. YONGE  
Dated: July 22, 2000