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Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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LIMITED LIABILITY COMPANY

YEMAKA INVESTMENTS, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 0        |
| Page Count            | 06       |
| Estimated Charge      | \$125.00 |

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ARTICLES OF ORGANIZATION

OF

YEMAKA INVESTMENTS, LLC

THE UNDERSIGNED, has executed the following document as organizer of the above named organization, a Limited Liability Company organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as organizer, and those of the company, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Limited Liability Company shall be:

Yemaka Investments, LLC

ARTICLE II

The principal place of business and mailing address of this company shall be:

141 Harbor Drive  
Key Biscayne, Florida 33149

ARTICLE III

This company shall commence existence upon the filing of these Articles of Organization by the department of State, State of Florida, and shall have perpetual existence.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do:

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- (1) Transact any and all lawful business.
- (2) Said company shall further have powers:
  - (a) To have perpetual succession by its company name;
  - (b) To sue and be sued, complain, and defend in its organization in all action or proceedings;
  - (c) To have a seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
  - (d) To purchase take, receive, lease, or otherwise acquire, own hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;
  - (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
  - (f) To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute §607.141;
  - (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use, and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
  - (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the organization may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
  - (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;
  - (j) To conduct its business, carry on its operations, and have offices and exercise the power granted by this act within or without this state;
  - (k) To elect or appoint officers and agents of the Limited Liability Company and define their duties and fix their compensation.
  - (l) To make and alter bylaws, not inconsistent with its articles of organization or with the laws of this state, for the administration;
  - (m) To make donations for the public welfare or for charitable, scientific, or educational purposes;

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- (e) To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy
- (e) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers, and employees of its subsidiaries;
- (p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;
- (q) To have and exercise all powers necessary of convenient to effect its purposes;
- (r) To indemnify any person who by reason of the fact that he or she was a director, officer, employee or agent of the organization to the full extent as permitted by Florida Statue 5607.014;

ARTICLE V

The name and street address of the initial Registered Agent of this organization shall be:

George Kamkoff  
141 Harbor Drive  
Key Biscayne, Florida 33149

ARTICLE VI

The initial managers shall consist of a total of two person(s) and the name and address of the person who is to serve are as follows:

George Kamkoff  
141 Harbor Drive  
Key Biscayne, Florida 33149

Luis Aular  
141 Harbor Drive  
Key Biscayne, Florida 33149

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ARTICLE VII

The name and address of the organizer executing these Articles of Organization is:

George Kamkoff  
141 Harbor Drive  
Key Biscayne, Florida 33149

The undersigned has executed these Articles of Organization this twenty fourth day of August, 2001.

  
George Kamkoff, Organizer

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608, Florida Statutes, the undersigned organization, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that: Yemaka Investments, LLC  
(Name of Organization)

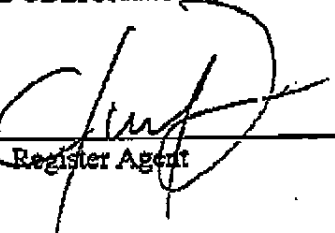
desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of organization has named:

George Kamkoff

located at Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

SIGNATURE

  
Register Agent

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