

# L01000017022

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To: Division of Corporations  
Fax Number : (850) 205-0383

EFFECTIVE DATE  
10-3-01

From: Account Name : PAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL

## LIMITED LIABILITY COMPANY

### BRICKELL BAY CAPITAL FUND, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 OCT -4 AM 7:30

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**ARTICLES OF ORGANIZATION  
FOR  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name**

The name of the Limited Liability Company is:

**Brickell Bay Capital Fund, LLC**

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10-3-01  
01 OCT-01  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
10-3-01

**ARTICLE II - Address**

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

1000 Brickell Avenue, Suite 920  
Miami, Florida 33131

**ARTICLE III - Duration**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - Management**

The Limited Liability Company shall be a manager-managed company.

**ARTICLE V - Registered Agent and Office**

The name of the initial registered agent of the Limited Liability Company is:

Stephen L. Perrone  
1000 Brickell Avenue, Suite 920  
Miami, Florida 33131

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**ARTICLE VI - Members Rights to Continue Business**

The remaining members of this Limited Liability Company have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member.

**ARTICLE VII - Effective Date**

The Limited Liability Company's existence shall commence on October 3, 2001, which date is no more than five business days prior to the date of filing of these Articles of Organization.

**Member:**

YAPA Investments, Inc., a Florida Corporation

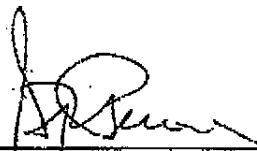
By:

  
Susan M. Jaramillo, President

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**REGISTERED AGENT ACCEPTANCE,**

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

  
\_\_\_\_\_  
Stephen L. Perrone  
Registered Agent

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MILITARY AGENCY

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