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LIMITED LIABILITY COMPANY

Yali Properties, LLC

Certificate of Status	0
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Page Count	05

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PAGE 02

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ARTICLES OF ORGANIZATION

YALI PROPERTIES, LLC

ARTICLE I - Name: The name of the Limited Liability Company shall be Yali Properties, LLC.

ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is:

730 NW 7th Avenue

Boca Raton FL 33486

ARTICLE III - Registered Agent: The name and street address of the Limited Liability Company's initial Registered Agent for service of process in this State is as follows: Ilan Kedem, 730 NW 7th Avenue, Boca Raton FL 33486.

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ARTICLE IV - Management: The Limited Liability Company will be a manager-managed company and the name and address of the initial manager is:

Ilan Kedem 730 NW 7th Avenue
Boca Raton FL 33486

The Manager may be changed as provided by any applicable Operating Agreement. The Manager on his own shall have full authority to open bank accounts for the Company and deposit, disburse, write checks, and otherwise act with regard to the Company's bank accounts.

ARTICLE V - Ownership and Members: Ownership of the Company is initially established as follows:

<u>Adi Rothenberg</u>	90%
<u>Sharp Coral LLC</u>	10%

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The rights, obligations, and other matters regarding the members may be set forth in an Operating Agreement to be signed by the Managers and the Members.

ARTICLE VI - Transfer of Interests: A Member may not assign or transfer an interest in the Company except as may be allowed by any applicable Operating Agreement.

ARTICLE VII - Members Rights to Continue Business: The remaining members of the limited liability company will have the right to continue the business on 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 in the limited liability company, subject to such provisions governing such event as may be set forth in any applicable Operating Agreement.

ARTICLE VIII- Applicable Regulations: If the

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Company does not have an Operating Agreement, as may be allowed under Florida Statutes, then the provisions of Chapter 608, Florida Statutes, or successor statutory provisions, will serve to govern the operations of the Company.

Sharp Coral LLC, a member

BY: *Ilan Kedem*

Ilan Kedem

(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.)

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415

or 608.507, FLORIDA STATUTES, THE UNDERSIGNED

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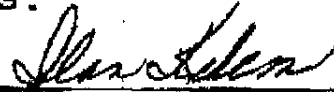
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LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED
OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

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

Ilan Kedem 730 NW 7th Avenue
Boca Raton FL 33486

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, F. S.



Ilan Kedem

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