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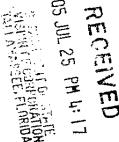


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### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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	Annual Report / Reinstatement
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### ARTICLES OF ORGANIZATION OF CYA USA, LLC

#### **ARTICLE I - NAME:**

APPORT OF THE STATE OF THE STAT

The name of the limited liability company ("LLC") is: CYA USA, LLC

### ARTICLE II PERIOD OF DURATION

The period of duration of the LLC is perpetual.

### ARTICLE III ADDRESS

The mailing address and the street of the principal office of the LLC is:
18001 Old Cutler Road - Suite 600
Palmetto Bay, Florida 33157

# ARTICLE IV REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the LLC's initial registered agent are:
Fredric M. Garvett

18001 Old Cutler Road - Suite 600

Palmetto Bay, Florida 33157

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 Statues.

Registered Agent's Signature

## ARTICLE V RIGHT OF THE MEMBERS TO ADMIT ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of the admissions, if given, shall be as provided in the LLC operating agreement.

## ARTICLE VI RIGHT OF REMAINING MEMBERS OF THE LLC TO CONTINUE THE BUSINESS

The right of the remaining members of the LLC 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 LLC shall be as provided in the LLC operating agreement.

### ARTICLE VII MANAGEMENT OF LLC

The LLC is to be managed by one manager or more managers, as provided for in the LLC Operating Agreement and is, therefore, a manager-managed company. The management of the LLC is reserved to its members. No member or other person has been appointed or elected as a managing member of the LLC at the date of filing of these Articles.

### ARTICLE VIII EXECUTION OF ARTICLES OF ORGANIZATION

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.

Executed this 22th day of July, 2005.

By:

Fredric M. Garvett, authorized Representative

of CYA USA, LLC

STATE OF FLORIDA )
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of July, 2005, by Fredric M. Garvett, an authorized representative of a member of CYA USA, LLC, to me personally known, and who did not take an oath and who executed the foregoing Articles of Organization, and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 22<sup>nd</sup> day of July, 2005.

Notary Pul (SEAL)

PATRICIA C. GLASINEEN
Notary Public - State of Florida
My.Commission Expires Jan 2, 2006
Commission # 00061682