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Florida Department of State
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

YA ASSOCIATES, LLC

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
YA ASSOCIATES, LLC**

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is YA ASSOCIATES, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

290 - 174th Street, #815
Miami Beach, FL 33160

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 290 - 174th Street, #1510, Miami Beach, FL 33139 as the street address of the initial registered office of the Company and names Nadia Edwards as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement.

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ARTICLE V

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

ADDITIONAL MEMBERS

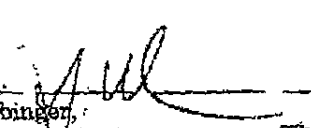
Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE VII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 21st day of December, 2005.



Jeff Rubinger,
Duly Authorized Representative of the
Member(s)

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for YA ASSOCIATES, to accept service of process at the place designated in these Articles of Organization and to comply with the provisions of Chapter 608, Florida Statutes, acknowledges that the undersigned is familiar with, and accepts, the obligations such position on this 21st day of December, 2005.

By: Nadia Edwards
Nadia Edwards

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