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TALLAHASSEE, FLORIDA

J. BRYAN FEB 15 2006

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VW Family Holdings, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mark Van Wyk

(Name of Person)

(Firm/Company)

8104 Pond Shadow Lane

(Address)

Tampa, Florida 33635-6333

(City/State and Zip Code)

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For further information concerning this matter, please call:

Mark Van Wyk at (813) 391-3742
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION

OF

VW FAMILY HOLDINGS, LLC

We, the undersigned, do hereby certify that we have associated ourselves together for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

NAME

The name of the limited liability company shall be:

VW FAMILY HOLDINGS, LLC

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ARTICLE II

ADDRESS AND PLACE OF BUSINESS

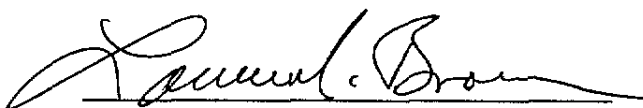
The mailing address and the place of business of the limited liability company is 8104 Pond Shadow Lane, Tampa Florida, 33635

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the limited liability company's initial registered office in Florida is 8706 Cove Court, Tampa, FL 33615, and the name of the initial registered agent is Laura Van Wyk. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.417, Florida Statutes.

Having been named as registered agent and to accept service of process for the VW FAMILY HOLDINGS, LLC, 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..



Lawrence Brown, as registered agent for
VW FAMILY HOLDINGS, LLC.

Executed this 2d day of February, 2006

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ARTICLE IV

MANAGERS OR MANAGING MEMBERS

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGMR

Mark Van Wyk

8104 Pond Shadow Lane

Tampa, Florida 33635-6333

MGMR

Betty Van Wyk

632 Gunderson Ave.

Oak Park, Illinois 60304

ARTICLE V

PERIOD OF DURATION

The limited liability company shall have perpetual existence.

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ARTICLE VI

PURPOSES

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

ARTICLE VII

GENERAL POWERS

The limited liability company shall have the power to:

- (a) Purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, or otherwise deal in or with real or personal property, or/and interest in real or personal property, wherever situated.
- (b) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer or otherwise dispose of all or any part of its property assets.
- (c) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or others dispose of, use or deal in or with:
 - i. Shares or other interests in or obligations of other foreign or domestic limited liability companies, domestic or foreign corporations, associations, general or limited partnerships or individual; or
 - ii. Direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality, or of any instrumentality thereof.

- (d) Make contracts or guarantees or incur liabilities; borrow money at such a rate of interest as the limited liability company may determine; issue its notes, bonds, or other obligations or secure any of its obligations by mortgage or pledge of all or any part or its property, assets, franchises or income.
- (e) Lend money for any lawful purpose, invest or reinvest its funds, or take and hold real or personal property as security for the payment of funds so loaned or invested.
- (f) Conduct its business, carry on its operations and have offices, and exercise the powers granted by Florida law, within or without the State of Florida.
- (g) Elect or appoint managers and agents, define their duties, and fix their compensation.
- (h) Make and alter regulations not inconsistent with these Articles of Organizations or the laws of the State of Florida.
- (i) Make donations to the public welfare or for charitable, scientific or educational purposes.
- (j) Indemnify a member or manager or any other person to the same extent as a corporation may indemnify any of the directors, officers, employees, or agents of the corporation against expenses actually and reasonably incurred by him or it in connection with the defense of an action suit, or proceeding, whether civil or criminal, in which he or it is made a party.
- (k) Cease its activities and surrender its Certificate of Organization.
- (l) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized.

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JACKSONVILLE, FLORIDA

- (m) Transact any lawful business which the members or the managers find to be in the aid of governmental policy.
- (n) Pay pensions and establish pension plans, profit-sharing plans, retirement, and other incentive plans for any or all of its managers and employees.
- (o) Be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited liability company, joint venture, trust or other enterprise.
- (p) Have and exercise all other powers necessary or convenient to effect its purposes.

ARTICLE VIII

ADDITIONAL CONTRIBUTIONS

No additional contributions to the limited liability company are contemplated or agreed to at this time. Additional contributions, if any, will be made by the members as provided in the regulations adopted by the members.

ARTICLE IX

MANAGEMENT

All of the powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by the members of the limited liability company.

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ARTICLE X
OWNERSHIP

All of the ownership interests of the limited liability company shall be owned by the members of the limited liability company. The name and current addresses of the initial members are as follows:

Mark Van Wyk
8104 Pond Shadow Lane
Tampa, Florida 33635

Betty Van Wyk
632 Gunderson Avenue
Oak Park, Illinois 60304

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ARTICLE XI
CONTINUITY OF BUSINESS

Upon the 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, the business of the limited liability company shall cease and the limited liability company shall be dissolved unless the business of the limited liability company is continued by the consent or agreement of all remaining members.

Upon the death of any member, that member's ownership interest will be transferred to Xingchen Tan AKA Linda Van Wyk

ARTICLE XII
RESTRICTIONS ON MEMBERSHIP

No new members shall be admitted to the limited liability company without the unanimous prior consent of the existing members. Contributions required of a new member shall be

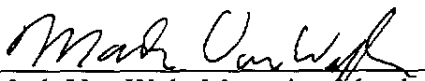
determined by a majority of the existing members as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with the unanimous consent of the members, or in accordance with the agreement, if any, between the members and the limited liability company. Additional restrictions and conditions on the membership may be set forth in regulations adopted by the members.

ARTICLE XIII

ACKNOWLEDGMENT

We the undersigned, being all of the members of the limited liability company, do hereby certify that the forgoing constitutes the proposed Articles of Organization of VW Family Holdings, LLC. These Articles of Organization may be amended from time to time by the unanimous agreement or consent of the members, in the manner now or hereafter prescribed in the regulations of the limited liability company consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 2nd day of February, 2006.


Mark Van Wyk, Managing Member

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