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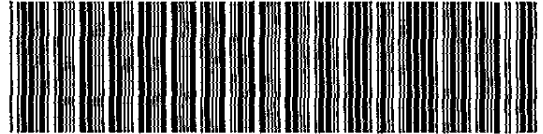
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CAPITAL CONNECTION, INC.

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

Yu + Associates, LLC

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
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- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 12, 2006

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: YU & ASSOCIATES, LLC
Ref. Number: W06000017421

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for YU & ASSOCIATES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

Please revise your document and eliminate all references to a "corporation" or to "corporations".

Please note Articles III, V, VI, VII, VIII, IX, X, and XI. Please also note that your document contains two Article VII's, three Article X's, and two Article XI's.

Also, please note that the Certification at the end references "Articles of Incorporation." And please note that throughout the document numerous references are made to a "Board of Directors" which is something one associates with a corporation, not with an LLC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 206A00024811

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
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LETTERS OF CERTIFICATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

Pursuant to section 608.407, Florida Statutes, the Articles of Organization must set forth the following:

ARTICLE I - NAME

The name of the limited liability company is : Yu & Associates, LLC.

ARTICLE II - COUNTY LOCATED

The county within which the office of limited liability company is located is:
Broward

ARTICLE III - PRINCIPAL OFFICE

The mailing address of the limited liability company's initial principal office is 2240 NW 129th Ter Pembroke Pines, Florida 33028. The Limited Liability Company may maintain offices and/or transact business at other locations, either within or without the state of Florida.

ARTICLE IV - MANAGEMENT

The business of the Limited Liability Company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their Limited Liability Company and shall have exclusive authority to act for the Limited Liability Company in all matters. Members cannot enter into a Business. The name and address of each Manager or Managing members are:

Peter Yu

2240 NW 129th Ter
Pembroke Pines, Fl 33028

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ARTICLE V - REGISTERED AGENT

The street address of the Limited Liability Company 's initial registered office and the name of its initial registered agent at such address is:

Peter Yu
2240 NW 129th Ter
Pembroke Pines, Fl 33028

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 Statutes.


Peter Yu, Partner
Yu & Associates, LLC

4/12/06
Date

ARTICLE VI - PURPOSE

The purpose of the limited liability company is to engage in all lawful business for which Limited Liability Company s may be incorporated under the laws of the state of Florida.

ARTICLE VII - DURATION

The duration of the Limited Liability Company shall be perpetual.

ARTICLE VIII - CONTINUATION

The remaining Members of the limited liability company by unanimous vote may exercise the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company. Members cannot enter into Business

ARTICLE IX - OPERATING PROVISIONS

The provisions for the operation, regulations, and management of the business and initial affairs of the Limited Liability Company shall be as set forth in the bylaws, which may be amended from time to time by a majority vote of a quorum of the members.

ARTICLE X - FISCAL YEAR

The fiscal year of the Limited Liability Company shall be from January 01 of each year

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to December 31 of each year.

ARTICLE XI - MEMBERS

The name and residence address of the person constituting the initial member is:

Peter Yu
2240 NW 129th Ter
Pembroke Pines, FL 33028

ARTICLE XII - CAPITALIZATION

The total initial capital contribution by the members of this LLC has an agreed value of \$1,000.

ARTICLE XIII - ADDITIONAL CAPITAL CONTRIBUTION

Additional capital contributions if required shall be contributed in accordance with the members' membership percentages.

ARTICLE XIV - ADMISSION OF MEMBERS

Additional Members may be admitted to this LLC only with upon such terms as are unanimously agreed to by all Members in the Operating Agreement.

ARTICLE XV - LIABILITY OF MEMBERS

To the fullest extent permitted by law, no member of this Limited Liability Company shall be personally liable to the Limited Liability Company or its shareholders for monetary damages for breach of any duty owed to the Limited Liability Company or its shareholders.

Any member or officer who is involved in litigation or other proceeding because of his or her position as a member or officer of this Limited Liability Company shall be indemnified and held harmless by the Limited Liability Company fully permitted by law.

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**ARTICLE XVI
OTHER PROVISIONS**

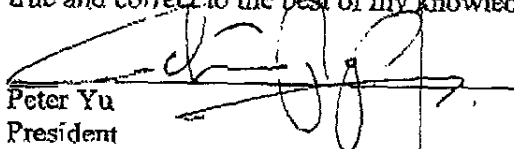
Preemptive Rights. The Limited Liability Company elects to have preemptive rights so that each member has the right to acquire a proportional amount of any shares that are issued.

Member or Officer Interest. In the absence of fraud, no transaction between (a) this Limited Liability Company and (b) any other association, Limited Liability Company or any Member or officer of this Limited Liability Company individually, shall be affected by the fact that any member or officer of this Limited Liability Company is individually a party to the transaction or is interested in or is a member or officer of such other association or Limited Liability Company.

Member Transfer Restriction. No member of this Limited Liability Company shall sell any portion of Limited Liability Company held by him or her without first offering to sell such portion to the Limited Liability Company on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the Limited Liability Company at the time portion is offered to the Limited Liability Company for sale. The Limited Liability Company shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the member and shall exercise the option to purchase by notifying the member in writing. If the Limited Liability Company shall not exercise its option to purchase the portion offered, it shall notify the other members in writing within the thirty (30) day period and the portion may then be sold by the member, but only to the proposed purchaser on the same terms and conditions as offered to the Limited Liability Company, and only within thirty (30) days from and after the date on which the Limited Liability Company declines to exercise its option.

Certification

I undersigned, certify that I have read the above Articles of Organization and that they are true and correct to the best of my knowledge.


Peter Yu
President

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