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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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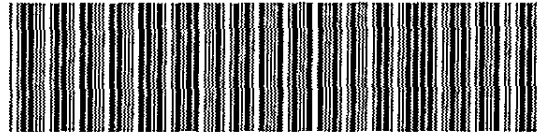
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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BOCA RATON, FLORIDA 33431

January 4, 2007

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: **GIYC C-12, LLC**
GIYC E-3, LLC
GIYC E-12, LLC
B. SMITH HOLDINGS, LLC
File No.: 207102


Gentlemen:

Enclosed herein are the original four (4) Articles of Organization for the captioned limited liability companies. We enclose a check in the amount of \$520.00 to cover the following costs:

Filing Fee for Limited Liability Company (4)	\$400.00
Registered Agent Designation (4)	100.00
Certificate of Status (4)	<u>20.00</u>
Total for Limited Liability Companies	<u>\$520.00</u>

Please return four (4) certificates of status with your recording date acknowledging the filing of the documents to the undersigned.

Very truly yours,
THERREL BAISDEN, P.A.

By: 
Mark M. Hasner

MMH:nf
Encl.
cc: Brian Smith
W:\Smith, Brian\Filing with State Letter.wpd

**ARTICLES OF ORGANIZATION
FOR
GIYC C-12, LLC**

**ARTICLE I
Name**

The name of the Limited Liability Company is **GIYC C-12, LLC**.

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 2475 Brickell Avenue #1803 Miami, Florida 33129.

**ARTICLE III
Duration**

This limited liability company shall have a perpetual existence.

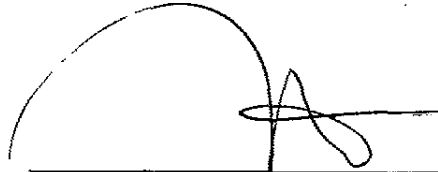
**ARTICLE IV
Registered Agent**

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Mark M. Hasner, Esq.

**ARTICLE V
Manager-Managed Company**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

The undersigned authorized representative of the members of
GIYC-C-12, LLC, hereby executes these articles of organization on
this 4th day of January, 2007.

A handwritten signature in black ink, consisting of a large, sweeping arch followed by a smaller loop and a horizontal line extending to the right.

Mark M. Hasner, authorized
representative

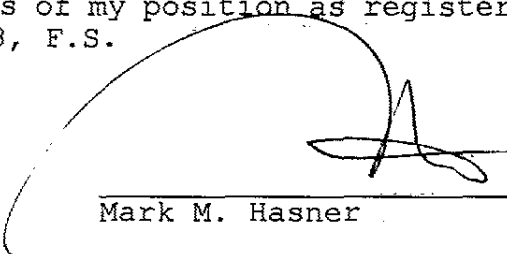
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **GIYC C-12, LLC**.
2. The name and the Florida street address of the registered agent and office are:

Mark M. Hasner, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2950
Miami, Florida 33131

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.



Mark M. Hasner

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