

L070000011353

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000027048 3)))



H070000270483ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : GOLDSTEIN LAPAYOWKER LLP
Account Number : 120060000077
Phone : (561) 989-9955
Fax Number : (561) 989-9966

SBM

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LY CAPITAL, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

RECEIVED

07 JAN 30 PM 3:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JAN 30 AM 10:07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

(((H07000027048 3)))

**ARTICLES OF ORGANIZATION
OF
LY CAPITAL, LLC
(A Florida Limited Liability Company)**

**ARTICLE I
NAME**

The name of the Limited Liability Company (the "Company") is LY Capital, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 4000 Ponce de Leon Boulevard, Suite 510, Coral Gables, Florida 33146.

**ARTICLE III
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
MANAGEMENT**

The Company is to be managed by one or more members and is, therefore, a member-managed company.

**ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, 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 Company.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Company's initial registered agent is Goldstein Lapayowker LLP, 2700 North Military Trail, Suite 130, Boca Raton, Florida 33431.

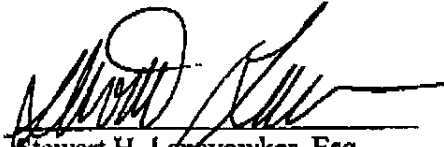
(((H07000027048 3)))

07 JAN 30 AM 10:07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

(((H07000027048 3)))

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 30th day of January, 2007.

A handwritten signature in black ink, appearing to read 'Stewart H. Lapayowker', is written over a horizontal line.

Stewart H. Lapayowker, Esq.,
Authorized Representative of a
member

(((H07000027048 3)))

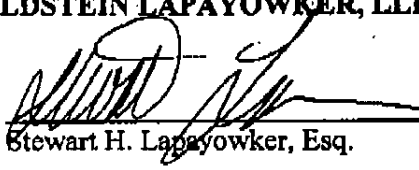
(((H07000027048 3)))

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **LY Capital, LLC**, a Florida Limited Liability Company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 30th day of January, 2007.

GOLDSTEIN LAPAYOWKER, LLPBy: 

Stewart H. Lapayowker, Esq.

(((H07000027048 3)))