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SECRETARY OF STATE
TALLAHASSEE. FLORIDA

M. THOMAS

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EXAMINER

#### MARCO POLO, COLUMBUS & FERRARI

P. O. Box 22887, Lake Buena Vista, Fl 32830

Office of the Trustee. Nelson Ying, Trustee

July 17, 2009

#### **COVER LETTER**

To: Registration Section Division of Corporation Clifton Bldg., 2661 Executive FL 32301 (850) 245-6052

SUBJECT: Fees for 2 LLC Articles of Organization + Return via Fed Ex

Dear Sir:

We have enclosed Articles of Organization (plus one additional copy for each L certification) and fee(s) for 2 LLC as follows:

- 1. NY PARTNERS, LLC.
- 2. NY PARTNERS X, LLC.

Each is with its own Transmittal Letter. The fee of \$160 each for the 2 LLCs is hereby enclosed with this letter for a total of \$320.

We have also enclosed a self-addressed Fed Ex envelope for you to return all 2 sets of Certificate of Status and Certified Articles of Organization of both new LLC to us. The Fed Ex has been marked such that we, the recipient, will pay.

The return Fed Ex and all other return correspondence concerning this matter is to the following:

Ms. Cynthia Yu, CAO, Marco Polo Columbus & Ferrari 9101 S.R. 535, Orlando, Florida 32836

Thank you.

Very truly your,

MARCO POLO COLUMBUS and FERRARI

Nelson Ying, Sr., Trustee

#### MARCO POLO, COLUMBUS & FERRARI

P. O. Box 22887, Lake Buena Vista, Fl 32830

Office of the Trustee. Nelson Ying, Trustee

July 17,

#### TRANSMITTAL LETTER

To: Registration Section Division of Corporation Clifton Bldg., 2661 Executive FL 32301 (850) 245-6052

SUBJECT: NY PARTNERS, LLC

Dear Sir:

The enclosed Article of Organization (plus one additional copy for each LLC for certification) and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ms. Cynthia Yu, CAO, Marco Polo Columbus & Ferrari 9101 S.R. 535, Orlando, Florida 32836

For further information concerning this matter, please fax of call either:

Dr. Nelson Ying, Sr., Trustee

Fax: 407-876-5783 Tel: 407-876-1793

This is a part of a package of two (2) LLC filings. One check for \$320 (\$160 x 3 LLC) is enclosed to cover, for each LLC: A) Filing; B) Certificate of Status; C) Certified Copy.

A <u>Fed Ex envelope</u> (with Fed Ex fees to be paid by us, the recipient) is also enclosed for you to return all two (2) LLC certificate etc to us. Thank you.

Very truly your,

MARCO POLO COLUMBUS and FERRARI

Nelson Ying, Sr., Trustee

## ARTICLES OF ORGANIZATION of

NY PARTNERS, LLC

A Florida Limited Liability Company

The undersigned, for the purpose of forming a Limited Liability Company, pursuant to and by virtue of Chapter 608.407 of Florida, hereby adopts the following Articles of Organization.

#### ARTICLE I - NAME

The name of the Company is NY PARTNERS, LLC ("LLC" or "Company")

#### ARTICLE II - ADDRESS

Company address is: c/o Marco Polo Columbus & Ferrari, 9101 S.R.535, Oflando

Florida 32836

Mailing address is: P.O.Box 22887, Lake Buena Vista, FL 32830

#### ARTICLE III - RESIDENT AGENT and REGISTERED OFFICE

The name of the initial resident agent and the initial address of the registered office process may be served in the State of Florida is <a href="Cynthia Yu">Cynthia Yu</a>
c/o Marco Polo Columbus & Ferrari, 9101 S.R. 535, Orlando, FL 32836

#### ARTICLE IV – MANAGER, MANAGING MEMBER and ORGANIZER

The name and address of the initial Manager (mgr) or Managing Member (mgrm) is/are:

DR. NELSON YING, SR., Box 22887, Lake Buena Vista, FL 32830 Mgr

The name and address of the organizer signing these Articles of Organization is:

DR. NELSON YING, SR., Box 22887, lake Buena Vista, FL 32830

#### ARTICLE V - TERM and CONTINUANCE OF COMPANY BUSINESS

The period of duration for the Limited Liability Company is perpetual.

Upon the consent of a majority in interest of all the remaining members, the business of the Company shall continue on the death, insanity, retirement, resignation, expulsion, bankruptcy or dissolution of an individual member or occurrence of any other event which terminates the continued membership of a member in the Company.

#### ARTICLE VI – MEMBER

The name and address of the initial sole Member of the Company is as follows:

NELSON YING, SR. NEW MILLENNIUM FAMILY TRUST dated 6/30/2007 c/o Marco Polo Columbus & Ferrai 9101 S.R. 535, Orlando, FL 32836

### ARTICLE VII – RESTRICTIONS ON TRANSFER and ADMISSION OF A NEW MEMBER

The member(s) may admit to the Company one or more additional members who will participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are in accordance with the company regulations. Not withstanding the foregoing, the admission of any such additional member shall require the consent of members then having a majority of the interest of the LLC.

#### ARTICLE VIII - NATURE OF MEMBERSHIP INTEREST

The interest of each member of the Company constitutes the personal estate of that member, and may be transferred or assigned as provided in the company regulations. However if by majority-in-interest of the other members of the Company, the members other than the member proposing to dispose of his, her or its interest, do not approve of the proposed transfer or assignment by written consent required under the company regulations, the transferee withe interest shall have not right to participate in the management of the business and affairs of the Company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member would otherwise be entitled and shall hold only an economic assignee interest.

## CERTIFICATE OF ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN THE MATTER OF: NY PART	NERS, LLC , I
Cynthia Yu of Marco	Polo Columbus & Ferrari
9101 S.R. 535, Orlando, FL 32836	
hereby accepts the appointment as Resider	nt Agent of the above titled Limited Liability Company
in accordance with Chapter 608, F.S	
Furthermore, that the mailing for the above	e registered office is as set forth above.
IN WITNESS WHEREOF, I hereunto set 1 20 09 .	ny hand this <u>17th</u> day of <u>July</u> ,
	Ву:
	Print: Cynthia Yu
	TAPLAR TIL
	EE.FLORIE
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