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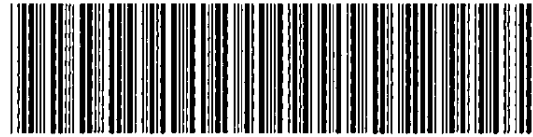
(Business Entity Name)

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TALLAHASSEE, FLORIDA

B. KOHR

JAN 19 2010

EXAMINER

Advanced Incorporating Service, Inc.

1317 California Street
P.O. Box 20396
Tallahassee, FL 32316

Phone: 850-222-CORP
Fax: 850-575-2724
Email: orders@advancedincorporating.com
Website: www.advancedincorporating.com

NAME OF ENTITY

V+E Property Enterprises, LLC

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PICK ONE:

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FILING:

☐ CORPORATION ☒ LLC ☐ LIMITED PARTNERSHIP ☐ GENERAL PARTNERSHIP
☐ FICTITIOUS NAME ☐ SERVICE MARK/TRADEMARK ☐ AMENDMENT
☐ FOREIGN QUALIFICATION ☐ JUDGMENT LIEN
☐ OTHER _____

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APOSTILLE/CERTIFICATION REQUEST:

Country _____

Amount of Documents _____

DATE 1/19/10 TIME 1:30

Notes: _____

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Articles of Organization of Y & F Property Enterprises, LLC

The undersigned on behalf of the Members certifies that they have become associated for the purpose of forming a limited liability company (LLC/Company) under the laws of the State of Florida, and to provide for the formation, rights, privileges, and immunities of limited liability companies for profit. They further declare that the following Articles shall serve as the Charter and authority for the Company's business activities.

Article I: Name and Principal Place of Business: The Company name shall be Y & F Property Enterprises, LLC, and its principal office shall be located at 4681 North Bridge Drive, #208, in the City of Orlando, County of Orange, State of Florida 32839. The Company shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

Article II: Purposes and Powers: In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business to be transacted, and which the Company is authorized to transact, shall be as follows:

A. To engage in any activity or business authorized under the Florida Statutes.

B. To carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida; and to do any and all things set forth in these Articles to the same extent as a natural person may do such things.

C. To purchase, acquire, undertake, exercise, improve, or develop all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this Company is authorized to carry on pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

D. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, or corporation, domestic or foreign; or of any domestic or foreign state, government, or governmental authority; or of any political or administrative subdivision, agency, or department; and to perform, assign, cancel, or rescind any such contracts hereafter.

E. To exercise all or any of the limited liability Company powers and purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations; to perform any service under contract or otherwise for any corporation, joint stock Company, association, partnership, firm, syndicate, individual, or other entity; to arrange, develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property; to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service; and to render any other service or assistance

it may lawfully do under the laws of the State of Florida that provide for the formation, rights, privileges, and immunities of limited liability companies for profit.

F. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, generated from, or connected with its business or powers, provided that these things are not inconsistent with the laws of the State of Florida.

G. To exercise any and all such other powers as may be necessary for the Company to conduct its daily and continuing business activities, and to do all such things as are necessary and incidental to the attainment of these referenced purposes and as they may change or evolve hereafter, and to allow the Company to exercise all of the powers conferred upon such entities by the laws of the State of Florida.

H. The several clauses contained in this statement of the general nature of the business to be transacted by the Company shall be construed as both Company purposes and powers; and the statements contained in each clause shall, except as otherwise expressed, not limit or restrict the terms of any other clause; and they shall be regarded as independent purposes and powers.

I. Nothing contained in these Articles shall be deemed or construed to authorize, permit, or purport to authorize or permit the Company to carry on any business, exercise any power, or do any act that a limited liability Company may not lawfully exercise under Florida laws.

Article III: Exercise of Powers: All Company powers, business, and affairs shall be exercised by or under the authority of the Company Members. This Article may be amended from time to time by a majority vote of the Company Members.

Article IV: Management: Management of this Company is reserved to its Members, whose names and addresses are: Elliot Martinez, 4681 North Bridge Drive, #208, Orlando, Florida 32839; and Jorge Morales, 455 Tamarind Parke Lane, Kissimmee, FL 34758.

Article V: Membership Restrictions: A. Members shall have the right to admit new Members by unanimous consent. Contributions required of new Members shall be determined as of the date of their admission to the Company, or as otherwise provided in the Company's Operations and Management Agreement.

B. A Member's interest in the Company may not be sold or otherwise transferred except with the unanimous written consent of all the Members.

C. Upon a Member's death, retirement, resignation, expulsion, bankruptcy, or dissolution; or the occurrence of any other event that terminates the continued Membership of a Company Member; the remaining Members shall have the right to continue the Company business following their majority

consent. A Member's resignation from the LLC will become effective either on the date of tendering or date certain as noted therewithin, whichever is the earlier in time.

Article VI: Capital Contributions: The initial capital contributions shall be paid to the Company by the two (2) Members in equal shares. Additional contributions will be made by the Members as required for investment purposes, as determined by Members consent, or in equal shares from time to time, as needed.

Article VII: Profits and Losses: A. Profit Distributions. The Members shall be entitled to a distribution of the net profits arising from the Company's operations and business activities that remain after the payment of the expenses of conducting the Company's business. Each Member shall be entitled to an equal distributive share of the profits, which shall be determined and paid to the Members each year and as calculated by the Company's tax and financial advisor.

B. Losses. All losses that occur in the Company's business operations shall be paid from the Company's capital, and the profits of the business; or, if these sources are insufficient to cover such losses, by the Members in equal shares.

Article VIII: Duration: A. This Company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the Members.

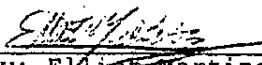
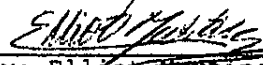
Article IX: Initial Registered Office and Registered Agent: The address of the Company's initial registered office is 4681 North Drive, #208 in the City of Orlando, County of Orange, State of Florida 32839; and the Company's initial registered agent at that address is Elliot Martinez.

The undersigned, being the Company's original Members, hereby certify that this instrument constitutes the proposed Articles of Organization of Y & F Property Enterprises, LLC.

Executed at Orlando, Florida, on 19 January 2010.

I am familiar with and accept designation as registered agent, and agree to act in this capacity, and to perform all obligations of this position.

Y & F Property Enterprises, LLC


By: Elliot Martinez, Reg. Agent 
By: Elliot Martinez, Member

[Seal]