

Division of Corporations

Page 1 of 1

L11000049295

Florida Department of State  
Division of Corporations  
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.

(((H11000113435 3)))



H11000113435ABCT

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) 617-6383

From:

Account Name : GENOVESE JOBLAVE & BATTISTA, P.A.  
Account Number : I20080000105  
Phone : (954) 453-8014  
Fax Number : (954) 331-2908

\*\*Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.

Email Address: mfeluren@gjb-law.com

FLORIDA LIMITED LIABILITY CO.  
AEBMES Investment, LLC

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

T. CLINE

APR 27 2011

EXAMINER

RECEIVED  
11 APR 26 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

(((H11000113435 3)))

ARTICLES OF ORGANIZATION  
OF  
AEBMES INVESTMENT, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I  
Name

The name of the limited liability company (hereinafter referred to as the "Company") is "AEBMES Investment, LLC".

ARTICLE II  
Nature of Business and Address

The Company is organized for the purpose of transacting any or all lawful business.

The mailing and street address of the principal office of the Company is:

1525 North Park Drive  
Weston, FL 33026

ARTICLE III  
Registered Agent

The name and the Florida street address of the initial registered agent are:

Richard Sarafan, Esquire  
Genovese Joblove & Battista, P.A.  
44<sup>th</sup> Floor  
100 SE 2<sup>nd</sup> Street  
Miami, FL 33131

ARTICLE IV  
Management

Managed by Members. This Company shall be managed by its members.

(((H11000113435 3)))

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2011 APR 26 AM 8 31

FILED

((H11000113435 3)))

**ARTICLE V**  
**Admission of Additional Members**

New owners who take their interest directly from the Company will be admitted as members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all members or as otherwise provided in the Operating Agreement of the Company.

**ARTICLE VI**  
**Membership Certificates**

Each member's interest in the Company shall be evidenced by a membership certificate. The amount of capital which the initial member has contributed as the initial capital contribution is \$1,000.00. Additional capital contributions may be received and membership interests issued at such times and in such amounts as may be determined and allowed as provided in the Operating Agreement of the Company.

**ARTICLE VII**  
**Members' Rights to Continue Business**

The remaining member or members of the Company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this Company. The Company shall terminate upon the consent of all members or as otherwise provided in accordance with the terms of the Operating Agreement.

**ARTICLE VIII**  
**Limitation on Agency Authority of Members**

Pursuant to section 608.4235 of the Florida Limited Liability Company Act (the "Act") no member of the Company shall be an agent of the Company solely by virtue of being a member.

**ARTICLE IX**  
**Operating Agreement**

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the members.

**ARTICLE X**  
**Amendment**

This Company reserves the right to amend these Articles of Organization in accordance with the Act.

((H11000113435 3)))

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2011 APR 26 AM 8:31

FILED

((H11000113435 3)))

ARTICLE XI  
Existence and Duration of Company

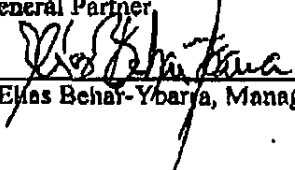
The existence of the Company shall commence on the date these Articles of Organization are signed as set forth below. The duration of the Company shall be perpetual.

IN WHITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 20 day of April, 2011.

Managing Member:

BYA Holding, LP,  
a Delaware limited partnership

By: BYA Holding, LLC,  
a Delaware limited liability company,  
it's General Partner

By:   
Elias Behar-Ybarra, Managing Member

2011 APR 26 AM 8 31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

3  
((H11000113435 3)))

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Limited Liability Company named in the foregoing Articles of Organization.

  
Richard Sarafan

2011 APR 26 AM 8 31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED