

Mar. 19. 2024 11:06 AM

3/19/24, 10:45 AM

L24000128668

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.

((H24000104164 3))



H240001041643ABCW

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)617-6381

From: Account Name : PAVESE LAW FIRM
Account Number : I20130000057
Phone : (239)334-2195
Fax Number : (239)332-2243

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

Email Address: joelevy@hotmail.com

**FLORIDA LIMITED LIABILITY CO.
NCY, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

2024 MAR 19 11:52

2024 MAR 19 AM 11:59

**ARTICLES OF ORGANIZATION OF
NCY, LLC**

The undersigned certifies that he is acting as an authorized representative for the purpose of forming a limited liability company under the laws of the State of Florida providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further certifies that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **NCY, LLC** and its principal office shall be located at 138 Windward Cay, Naples, FL 34114, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be the same.

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 or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, 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 might or could do.
3. To purchase or otherwise acquire, undertake, carry on, 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 limited liability 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.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the 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, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial

interest of the property and 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, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. 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, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III
INITIAL MEMBERSHIP

Newport JL Investments, LLC, a Florida limited liability company ("Newport"), CIJ LLC, a Florida limited liability company ("CIJ"), and Youda Development LLC, a Florida, limited liability company ("Youda"), shall be the initial members of the limited liability company. Newport shall initially own 50% of the company's membership interest. Youda shall initially own 37.5% of the company's membership interest, and CIJ shall own 12.5%.

ARTICLE IV
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the manager of this limited liability company. This Article may be amended from time to time in the operating agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

2024 MAR 19 AM 11:59
CIJ LLC

ARTICLE V
MANAGEMENT

The limited liability company shall be managed by not less than one (1) manager. A manager need not be a member of the limited liability company. The following entities initially shall serve as managers of the limited liability company until the first annual meeting of the members or until a successor or successors are elected and qualify in accordance with the operating agreement:

Newport JL Investments, LLC
138 Winward Cay
Naples, FL 34114

CIJ LLC
771 Giralda Court
Marco Island, FL 34145

Youda Development LLC
7762 Jacaranda Lane
Naples, FL 34114

RECEIVED
MAR 19 11:58
2024

ARTICLE VI
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members only by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, or except as otherwise specified in the operating agreement or in a separate written agreement regarding purchase and sale executed by all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VII
DISTRIBUTIONS

The members shall be entitled to the net profits, as defined in the operating agreement of the limited liability company, arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The distribution of the profits shall be determined as provided in the operating agreement of the limited liability company.

RECEIVED BY STATE
18th MAR 19 AM 11:58
Clerk

ARTICLE VIII
DURATION

The limited liability company shall commence on the date the Articles of Organization are duly filed as required by law and shall be perpetual, unless sooner terminated, liquidated or dissolved, as provided in the operating agreement adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 138 Windward Cay, County of Collier, State of Florida 34114, and the name of the company's initial registered agent at that address is Joseph Levy.

The undersigned, being the Authorized Representative of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of NCY, LLC.

Executed by the undersigned in Lee County, Florida, on the 18th day of March, 2024.

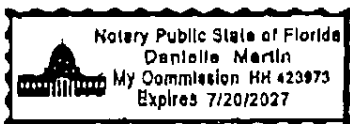


Name: Michael Lehnert
Authorized Representative

STATE OF FLORIDA)
COUNTY OF Lee)

I HEREBY CERTIFY that before me, by means of physical presence or online notarization, the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Michael Lehnert, Incorporator, who is personally known to me to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 18th day of March, 2024.



Notary Public

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

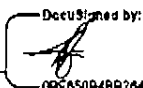
Pursuant to the provisions of Section 605.0113 of the Florida Revised Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is **NCY, LLC**.

The name of the registered agent for **NCY, LLC** is **Joseph Levy**, and the street address of the registered office where the agent is located is **138 Windward Cay, Naples, FL 34114**.

This statement is to acknowledge that, as indicated above, **NCY, LLC** has appointed **Joseph Levy** as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: This 12th day of March 2024.

By:  _____
DocuSigned by:
Joseph Levy
09E650848B26481...

2024 MAR 19 AM 11:58
[Vertical stamp text]