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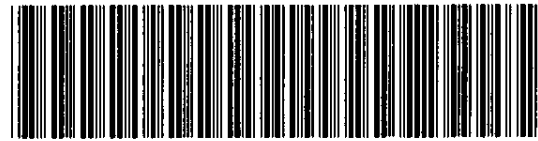
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APR 8 2011

**EXAMINER**



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# LAZARUS

## CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. VBD32, LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
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### NEW FILINGS

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

### AMENDMENTS

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

### OTHER FILINGS

- Annual Report  
 Fictitious Name

### REGISTRATION/QUALIFICATION

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials

**ARTICLES OF ORGANIZATION**

**OF**

**YBD32,LLC**

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The undersigned, for the purpose of forming a limited company under the Florida Limited Liability Company Act, FS Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of the limited liability company shall be:

**YBD32,LLC**

**ARTICLE II**

**ADDRESS**

The mailing and street address of the principal office of the company shall be:

c/o Jack Levine  
16855 N.E. 2nd Ave., #303  
North Miami Beach, FL 33162

**P.O. BOX 402604  
MIAMI BEACH, FLORIDA 33140**

**ARTICLE III**

**EFFECTIVE DATE**

These articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

2102

**ARTICLE IV**

**DURATION**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE V**

**PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE VI**

**REGISTERED OFFICE AND AGENT**

The initial address of the registered office of this company shall be :

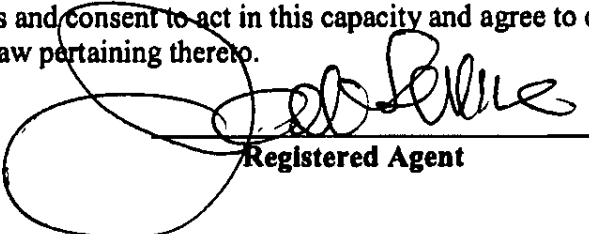
**P.O. BOX 402604  
MIAMI BEACH, FLORIDA 33140**

The name and street address of the registered agent of this company in the State of Florida is :

**JACK LEVINE, CPA  
16855 NE 2<sup>ND</sup> AVE , SUITE 303  
NORTH MIAMI BEACH, FLORIDA 33162**

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the company that the Initial Registered Office designated in these Articles Of Organization, I hereby accept such status and consent to act in this capacity and agree to comply with al the requirements of law pertaining thereto.

  
\_\_\_\_\_  
Registered Agent

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## **ARTICLE VII**

### **MANAGEMENT**

The managers of the Company shall be :

**Boruch Duchman**  
**Yonit Duchman**

Whose address shall be the same as the mailing address of the Company.

The Managers of the Company shall be elected by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization.

## **ARTICLE VIII**

### **ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members : A member may transfer his or her interest in the Company set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE IX**

### **TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, retirement resignation , expulsion , bankruptcy or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Miami, Florida on this 4<sup>th</sup> day of March 2011.

[Signature]  
Managing Member P.T.S.

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared to me and is well known to me to be the individual described in, and who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State this 4<sup>th</sup> day of March, 2011.

[Signature]  
NOTARY PUBLIC, State of Florida  
Commission Number : \_\_\_\_\_ Chantal DeVos  
My Commission Expires : \_\_\_\_\_ Commission #DD776441  
Expires: APR. 07, 2012  
BONDED THRU ATLANTIC BONDING CO., INC.