

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L01000022584
FILED
December 27, 2001
Sec. Of State**

Article I

The name of the Limited Liability Company is:

PBG LOEHMANN'S REALTY LLC

Article II

The street address of the principal office of the Limited Liability Company is:

980 FEDERAL HIGHWAY
S 205
BOCA RATON, FL. 33432

The mailing address of the Limited Liability Company is:

980 FEDERAL HIGHWAY
S 205
BOCA RATON, FL. 33432

Article III

The name and Florida street address of the registered agent is:

RICHARD ROSSI
980 FEDERAL HIGHWAY
S 205
BOCA RATON, FL. US 33432

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

Registered Agent Signature: RICHARD ROSSI

Article IV

The Limited Liability Company is a manager managed company

Article V

The name and address of members/managers are:

Title: MGRM
ANTHONY J GITTO
980 FEDERAL HIGHWAY, S 205
BOCA RATON, FL. 33432

Signature of member or an authorized representative of a member

Signature: ANTHONY J. GITTO