

L 040000 18306

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

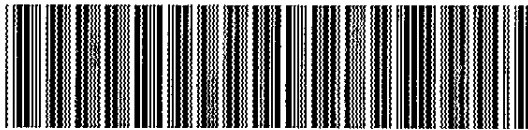
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
304A-00015683

Office Use Only



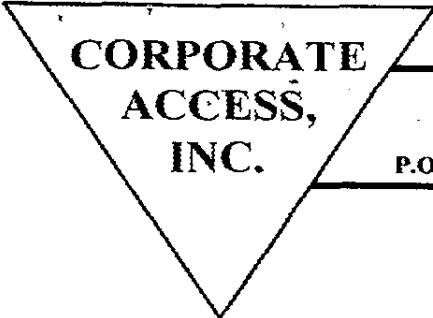
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03/09/04--01001--021 **130.00

FILED
04 MAR -9 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
04 MAR -9 AM 9:56
BUSINESS REGULATIONS
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]



236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37866 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 3/9 (Signature)

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04 APR - 9 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFIED COPY

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95

PHOTO COPY

FILING

LLC

1.) Jefferson Properties, LLC
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

FILED
04 MAR -9 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

Jefferson Partners, LLC

ARTICLE II - Address:

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

Principal Office Address:

381 Park Avenue South

Suite 140

New York, New York 10016

Mailing Address:

381 Park Avenue South

Suite 140

New York, New York 10016

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

David Philips, Esq.

Name

1800 Sunset Harbour Drive, Suite 1410

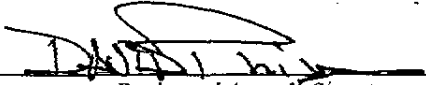
Florida street address (P.O. Box **NOT** acceptable)

Miami Beach

FLORIDA 33139

City, State, and Zip

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 as provided for in Chapter 608, Florida Statutes..



Registered Agent's Signature

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Hudson Opportunity Fund I, LLC

c/o New Bridge Realty Capital

381 Park Ave. South, Ste.428; NY, NY 10016

MGRM

Eric Margules

c/o Margules Properties, Inc.

381 Park Ave. South, Ste. 1420; NY, NY 10016

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Stacey P. Cohan, Organizer

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)