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March 27, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****125.00 ****125.00

Re: Northeast Housing, LLC

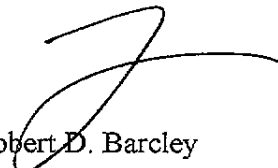
Dear Sir or Madam:

L01-5151

Enclosed is an original and one copy of the Articles of Organization for the above limited liability company. Also enclosed is a check for the filing fees. Please return a copy of the filed Articles to my office. A certified copy of the Articles is not needed.

Thank you for your assistance.

Very truly yours,


Robert D. Barclay

Enclosures

SECRETARY OF STATE
TALLAHASSEE-FLORIDA

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SP

ARTICLES OF ORGANIZATION
FOR
NORTHEAST HOUSING, LLC

The undersigned hereby files these Articles of Organization as a member of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

ARTICLE I
NAME

The name of the limited liability company is: **Northeast Housing, LLC.**

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the limited liability company is 101 40th Avenue North, St. Petersburg, Florida 33703.

ARTICLE III
REGISTERED AGENT AND OFFICE

The name and the Florida street address of the initial registered agent are: Peter Ludwiszewski, 101 40th Avenue North, St. Petersburg, Florida 33703.

ARTICLE IV
MANAGEMENT

The limited liability company shall be managed by one or more managers and is therefore a manager-managed company.

The names and addresses of the managers are:

Peter Ludwiszewski
101 40th Avenue North, St. Petersburg, Florida 33703

Plamen Kozarov
c/o 9400 4th Street North, Suite 116
St. Petersburg, Florida 33702

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TALLAHASSEE FLORIDA

**ARTICLE V
DURATION AND COMMENCEMENT**

The limited liability company shall begin existence effective March 27, 2001, and will continue in perpetuity, unless sooner terminated in accordance with any Operating Agreement or Regulations adopted by the members.

**ARTICLE VI
PURPOSE**

The limited liability company is organized primarily for the ownership and operation of a shopping center, but shall also include the performance of activities related or incidental to the furtherance of that purpose and any other lawful activities agreed to by the members.

**ARTICLE VII
POWERS**

The limited liability company shall have the power to take any and all lawful actions necessary to or for the furtherance of its purpose and shall have all powers as provided in Chapter 608, Florida Statutes, as it may be amended from time to time.

**ARTICLE VIII
ADMISSION OF ADDITIONAL MEMBERS**

Admission of additional members is permitted by consent of all existing members. The terms and conditions of admission shall be as agreed by all members and as may be set forth in any Operating Agreement or Regulations.

**ARTICLE IX
CONTINUATION OF BUSINESS**

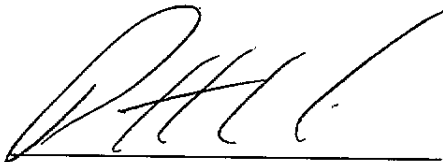
In the event of the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business of the limited liability company as set forth in any Operating Agreement or Regulations.

**ARTICLE X
AMENDMENTS**

The limited liability company reserves the right to amend, alter, change, or repeal any provision in these Articles of Organization in the manner prescribed by law.

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TALLAHASSEE-FLORIDA

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 27th day of March, 2001. 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.


Peter Ludwiszewski, Member

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27th day of March, 2001, by Peter Ludwiszewski, who is personally known to me or who produced _____ as identification.



Robert D. Barclay
MY COMMISSION # CC947032 EXPIRES
June 26, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

(Notary Seal)


NOTARY PUBLIC

Name: Robert D. Barclay
Serial No.:
My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENTS UPON WHOM PROCESS MAY BE SERVED**

That **Northeast Housing, LLC**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at the City of St. Petersburg, County of Pinellas, State of Florida, has named **Peter Ludwiszewski**, located at **101 40th Avenue North, St. Petersburg, Florida 33703**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for **Northeast Housing, LLC**, 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 obligation of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.

March 27, 2001


Peter Ludwiszewski, Registered Agent


**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 27th day of March, 2001 by **Peter Ludwiszewski**, who is personally known to me or who produced _____ as identification.



Robert D. Barclay
MY COMMISSION # CC947032 EXPIRES
June 26, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

(Notary Seal)



NOTARY PUBLIC
Name: Robert D. Barclay
Serial No.:
My Commission Expires:

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TALLAHASSEE

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