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ACCOUNT NO. : 072100000032

REFERENCE : 498879 134758A

AUTHORIZATION :

Patricia Pizante

COST LIMIT : \$ 155.00

ORDER DATE : March 27, 2002

ORDER TIME : 2:57 PM

ORDER NO. : 498879-005

CUSTOMER NO: 134758A

200005173272--3

CUSTOMER: Theodore J. Klein, Esq
Theodore J. Klein, Esq

88 N.e. 168th Street

N. Miami Beach, FL 33162

DOMESTIC FILING

NAME: EQUITY REALTY PARTNERS, L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

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AND
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Articles of Organization
of
Equity Realty Partners, L.L.C.

THE UNDERSIGNED, being the authorized representative of all of the Members of Equity Realty Partners, L.L.C., a Florida limited liability company formed hereunder, does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

FIRST: The name of this Company shall be:

Equity Realty Partners, L.L.C.

SECOND: The term of existence of this Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and this Company shall exist perpetually thereafter unless sooner dissolved according to these Articles of Organization or by law.

THIRD: This Company may engage in any activity or business permitted under the laws of the State of Florida.

FOURTH: The initial mailing address and principal place of business of this Company shall be 4558 Clyde Morris Boulevard, Suite 1, Port Orange, Florida 32119 with the privilege of having its offices and branch offices at other places within or without the State of Florida.

FIFTH: The name of the initial registered agent of this Company in the State of Florida is Theodore J. Klein, Esq., whose address is 88 N.E. 168 Street, North Miami Beach, Florida 33162.

SIXTH: The Company shall be managed by one or more managers appointed by its members. The names and addresses of the initial manager who shall continue to serve until replaced by the members is set forth below as follows:

John W. Trost
P.O. Box 291997
Port Orange, Fl 32129-1997

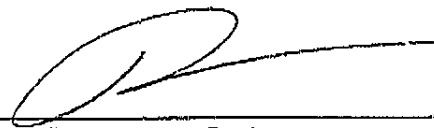
SEVENTH: No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

EIGHTH: Members may adopt, alter, amend or repeal any provision of these Articles of Organization upon the affirmative

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vote of all of the members.

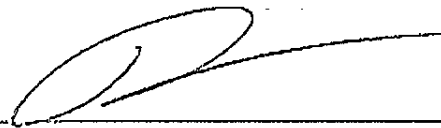
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization in his representative capacity as the duly appointed representative of all of the members of this Company on this 27 day of March, 2002. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Theodore J. Klein,
Member Representative

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 608.415, Florida Statutes, it is submitted that Equity Realty Partners, L.L.C., desiring to organize under the laws of the State of Florida as a limited liability company, has named Theodore J. Klein, Esq., whose address is N.E. 168 Street, North Miami Beach, Florida 33162, as its agent to accept service of process within Florida (registered agent).



Theodore J. Klein,
Member Representative

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Florida limited liability company, at the place designated in the Articles of Organization and in the certificate, I hereby agree, on this 27 day of March, 2002, to accept the appointment as registered agent and to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper performance of my duties, and I am familiar with and accept the obligations of my duties as registered

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agent...



Theodore J. Klein, Esq.,
Registered Agent

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