

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

L05000111966
FILED 8:00 AM
November 18, 2005
Sec. Of State
tcline

Article I

The name of the Limited Liability Company is:
UP AND COMING PROPERTIES II, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
C/O BERNHARDI COGHILL & ASSOCIATES, LLC
1900 HEMPSTEAD TPKE, SUITE 401
EAST MEADOW, NY. US 11554

The mailing address of the Limited Liability Company is:
C/O BERNHARDI COGHILL & ASSOCIATES, LLC
1900 HEMPSTEAD TPKE, SUITE 401
EAST MEADOW, NY. US 11554

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ALLSTATE CORPORATE SERVICES CORP.
653 WEST 23RD STREET
SUITE 229
PANAMA CITY, FL. 32405

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: SAL ABECASIS

Article V

The name and address of managing members/managers are:

Title: MGRM
PETER TAST
1900 HEMPSTEAD TPKE, SUITE 401
EAST MEADOW, NY. 11554 US

Title: MGRM
BRENDAN LEIGH
1900 HEMPSTEAD TPKE, SUITE 401
EAST MEADOW, NY. 11554 US

Title: MGRM
SUZANN MCMAHON
1900 HEMPSTEAD TPKE, SUITE 401
EAST MEADOW, NY. 11554 US

Signature of member or an authorized representative of a member

Signature: SAL ABECASIS

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