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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : COHEN, NORRIS, SCHERER, WEINBERGER & WOLMER

Account Number : 120020000140

Phone : (561) 844-3600

Fax Number : (561) 842-4104

Attn: Larissa K. Lincoln

FLORIDA/FOREIGN LIMITED LIABILITY CO.**SHOPPES AT PEMBROKE, LLC**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION OF
SHOPPES AT PEMBROKE, LLC**

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The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

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ARTICLE I

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this limited liability company is SHOPPES AT PEMBROKE, LLC.

ARTICLE II

This limited liability company shall become effective date of filing, unless sooner terminated as provided in the Operating Agreement executed or to be executed by the members.

ARTICLE III

The mailing address and street address of the principal place of business of this limited liability company is c/o Milbrook Properties Ltd., 42 Bayview Avenue, Manhasset, NY 11030. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company is GREGORY COHEN, 712 U.S. Highway One, Suite 400, North Palm Beach, Florida 33408.

ARTICLE V

The management of this limited liability company shall be vested in a manager or managers. The managers are RUBIN PIKUS, c/o Milbrook Properties Ltd., 42 Bayview Avenue, Manhasset, NY 11030, GARY KAHN, c/o Kahn Hoffman and Hochman, 10 Esquire Road, Ste 4, New City, NY 10956 and CHARLES HIRSCH, c/o Milbrook Properties Ltd., 42 Bayview Avenue, Manhasset, NY 11030.

ARTICLE VI

Additional members may be admitted to this limited liability company upon such terms and conditions as shall be established by the members and managers as described in the Operating Agreement.

24th IN TESTIMONY WHEREOF, I have hereunto subscribed my name this day of March, 2006.



GREGORY R. COHEN,
Authorized Representative of a Member

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**CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, **SHOPPES AT PEMBROKE, LLC**, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That **SHOPPES AT PEMBROKE, LLC**, a Florida Limited liability company, with its office c/o Milbrook Properties Ltd., 42 Bayview Avenue, Manhasset, NY 11030 has named **GREGORY R. COHEN**, at 712 U.S. Highway One, Suite 400, North Palm Beach, Florida 33408 as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.

By: _____

GREGORY R. COHEN,
Registered Agent

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24th day of March, 2006, by **GREGORY R. COHEN**, who is personally known to me or who has produced Florida State Driver's License Number N/A as identification and who did () or did not (X) take an oath.

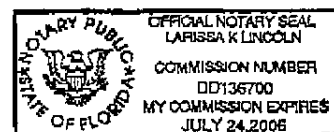
Executed this 24th day of March, 2006.

Signature of Notary

Printed Name: **LARISSA K. LINCOLN**

My Commission Expires:

My Commission Number:



LicarticlesSHOPPESaPEMBROKE.

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