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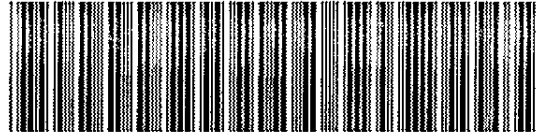
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THE ALEXANDER BUILDING

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FLORIDA DEPARTMENT OF STATE

Registration Section

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314-6327

**RE: ARTICLES OF ORGANIZATION -
NEW CITY BUILDERS, L.L.C.**

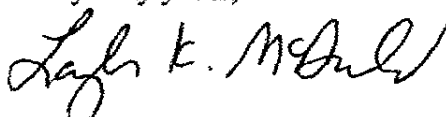
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Gentlemen/Ladies:

Enclosed please find an original and one (1) copy of the Articles of Organization for NEW CITY BUILDERS, L.L.C., along with a check made payable to the Florida Department of State in the total amount of \$160.00, representing your filing fees plus an additional \$30.00 for a certified copy of the Articles of Organization and \$5.00 for the Certificate of Status for said Limited Liability Company.

I thank you for your attention to the foregoing.

Very truly yours,



Layla K. McDonald, Esq.

LKM/rtr

Enclosures

ARTICLES OF ORGANIZATION
OF
NEW CITY BUILDERS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the provisions of Chapter 608 of the Florida Statutes, hereinafter referred to as "the Company," hereby agrees to the following:

ARTICLE I - NAME

The name of the Company shall be NEW CITY BUILDERS, L.L.C.

ARTICLE II - PRINCIPAL OFFICE OF COMPANY
AND MAILING ADDRESS OF COMPANY

The principal office of the Company shall be 2164 15th Circle North, St. Petersburg, FL 33713. The mailing address of the Company shall be 2164 15th Circle North, St. Petersburg, FL 33713.

ARTICLE III - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Company shall be 535 Central Avenue, St. Petersburg, Florida 33701.

Section 2. The name of the initial Registered Agent of the Company located at said address shall be GEORGE K. RAHDERT, ESQUIRE.

ARTICLE IV - MANAGEMENT

Section 1. The business and affairs of the Company shall be managed by its Managers.

Section 2. The initial Managers of the Company are identified as follows:

	<u>Name</u>	<u>Address</u>
MGRM	KLB Construction LLC	10800 Brighton Bay Blvd. NE #21103 St. Petersburg, FL 33716
MGR	Zoe Investments, LLC	2164 15 th Circle North St. Petersburg, FL 33713

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ARTICLE V - PURPOSE AND POWERS

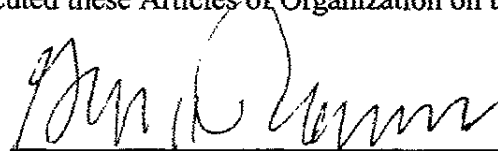
Section 1. The Company is formed for the purpose of engaging in any lawful activity or business for which limited liability companies may be organized under the laws of the State of Florida.

Section 2. The Company may exercise all powers, rights, and privileges conferred on limited liability companies pursuant to the laws of the State of Florida.

ARTICLE VI - TERM OF EXISTENCE

The Company shall have perpetual existence.

IN WITNESS WHEREOF, for purposes of forming a limited liability company under the laws of the State of Florida, the undersigned executed these Articles of Organization on this 28 day of July, 2006.



GEORGE K. RAHDERT

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**CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.407(d) of the Florida Statutes, the following limited liability company, organizing under the laws of the State of Florida, submits this statement for the purpose of designating the Registered Office / Registered Agent in the State of Florida and evidencing the Registered Agent's acceptance of that position.

1. The name of the Company is: NEW CITY BUILDERS, L.L.C.
2. The name and address of the Registered Agent and office is: GEORGE K. RAHDERT, ESQ.
535 Central Avenue
St. Petersburg, FL 33701

SIGNATURE: _____

Robert V. DePugh, Manager

DATE: 7/28/06, 2006

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

SIGNATURE: _____

GEORGE K. RAHDERT, ESQ.

DATE: 7/28/06, 2006

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