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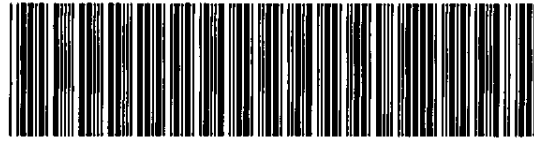
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TALLAHASSEE, FLORIDA

OSTERNDORF & ASSOCIATES, P.A.

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Post Office Box 2352
Daytona Beach, Florida 32115-2352
(386) 255-9171 Fax: (386) 255-8570
Internet: Osterndorflegal@yahoo.com

Richard J. Osterndorf *
MaryEllen P. Osterndorf **

* Also admitted in New York
** Also admitted in Georgia

February 15, 2006

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

RE: Articles of Organization
Brentwood Real Estate Partners, LLC

Gentlemen:

Enclosed please find the Articles of Organization for
Brentwood Real Estate Partners, LLC.

together with my check, payable to the Department of State, in the
sum of \$125.00 covering the filing fee.

Please return a copy of the Articles of Organization
to the undersigned.

Thank you for your cooperation and help.

Very truly yours,



Richard J. Osterndorf

RJO/my

Enclosure - Check No: 1164 - \$125.00

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
BRENTWOOD REAL ESTATE PARTNERS, LLC.
A FLORIDA LIMITED LIABILITY COMPANY

Article I

The name of the limited liability company shall be
BRENTWOOD REAL ESTATE PARTNERS, LLC.

Article II

The company may engage in any lawful business permitted
under the laws of the State of Florida.

Article III

The name and address of the resident agent is:

Hassan Saboungi
290 No. U S Highway 1
Ormond Beach, Florida 32174

Article IV

The address of the principal office of the company is
North U S Highway 1, Ormond Beach, Florida 32174

Article V

The company shall be managed initially by three managers
whose names and address are as follows:

Saud Suleiman 1712 Bordeaux Court, Port Orange, Fl. 32128.

Jawed Panja 22 Deepwoods Way, Ormond Beach, Fl. 32174.

Hassan Saboungi 290 N. U S Highway 1, Ormond Beach, Fl. 32174

Article VI

The company's existence shall be perpetual.

Article VII

The company shall have all of the powers authorized by

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Florida laws or statutes.

Article VIII

Members shall not be personally liable for the debts, obligations or liabilities of the company except and unless specifically assumed in writing by the member.

Article IX

The company may admit additional members at any time and in any manner by the majority written consent of the members.

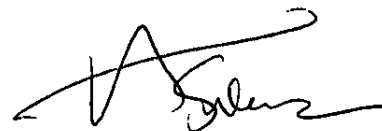
Article X

The power to amend, alter or repeal these articles of organization shall be vested in the members. The articles of organization may be amended at any time in writing by the majority written consent of the members.

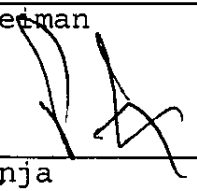
Article XI

The company shall have the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the company. Certificates of Membership shall be signed by an officer of the company.

IN WITNESS WHEREOF, the undersigned has caused these articles of organization to be executed this 14th day of February, 2007.



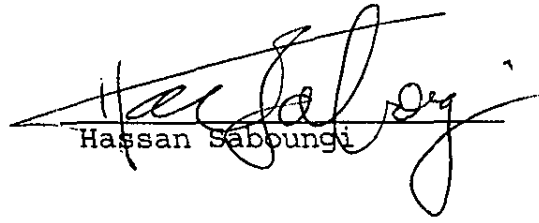
Saud Suleiman



Jawed Panja

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TALLAHASSEE, FLORIDA

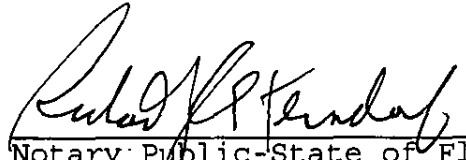
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Hassan Saboungi

STATE OF FLORIDA


COUNTY OF VOLUSIA

On this ^{15th} day of February, 2007, before me an official duly authorized to take acknowledgements and administer oaths came Saud Suleiman, Javed Punja and Hassan Saboungi, each personally known to me to be the individuals who executed the foregoing articles of organization and they individually acknowledged that they executed the same.


Notary Public-State of Florida
My commission expires:

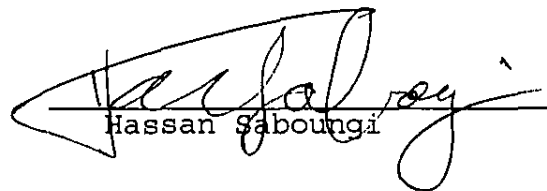
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Richard J. Osterndorf
Commission #DD338989
Expires: Sep 02, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept Service of Process for Brentwood Real Estate Partners, LLC. at the place designated in the Articles of Organization, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 608, Florida Statutes, relative to the maintenance of said office.


Hassan Saboungi