



**THE UNITED STATES
CORPORATION
COMPANY**

L99000001750

ACCOUNT NO. : 072100000032

REFERENCE : 184461 4708052

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 26 PM 3:45

ORDER DATE : March 26, 1999

ORDER TIME : 1:46 PM

ORDER NO. : 184461-005

CUSTOMER NO: 4708052

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****337.50 ****337.50

CUSTOMER: George F. Wilsey, Esq
FISHER AND WILSEY
FISHER AND WILSEY
275 Fourth Street North

St. Petersburg, FL 33701-3209

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DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: AMBASSADOR NORTH APTS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: _____

L99-1750

Name	OK
Availability	OK
Document	OK
Filing	OK
Order	OK
Notarizer	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

FISHER AND WILSEY, P.A.
ATTORNEYS AND COUNSELORS AT LAW
275 FOURTH STREET NORTH
ST. PETERSBURG, FLORIDA 33701-3209

GEORGE F. WILSEY
Board Certified Wills,
Trusts and Estates;
Certified Circuit Mediator

(727) 898-1181

FAX (727) 821-6681

STEVEN M. WILSEY
Also Certified
Public Accountant

ROBERT W. FISHER
Of Counsel

DAVID F. WILSEY

March 19, 1999

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Ambassador North Apts., L.L.C.

Gentlemen:

Enclosed are the following:

1. ARTICLES OF ORGANIZATION of AMBASSADOR NORTH APTS., L.L.C.
2. RESIDENT AGENT DESIGNATION.
3. AFFIDAVIT.
4. Check for:

Filing Fee	\$250.00
Designation of Agent	35.00
Certified Copy	<u>52.50</u>
Total	<u>\$337.50</u>

Please return a certified copy to my office. Thank you for your attention to this matter.

Very truly yours,


GEORGE F. WILSEY

GFW:pf

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ARTICLES OF ORGANIZATION
OF
AMBASSADOR NORTH APTS., L.L.C.

The undersigned members of Ambassador North Apts., L.L.C., hereby execute and acknowledge these Articles of Organization for the purpose of forming a limited liability company (the Company) for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Company shall be AMBASSADOR NORTH APTS., L.L.C., and it shall have perpetual existence.

ARTICLE II

The general nature of the business of the Company is to engage in the transaction of any and all lawful business for which limited liability companies may be organized under Florida Statute 608.

ARTICLE III

The mailing address and street address of the principal office of the Company shall be a mailing address of P.O. Box 11077, St. Petersburg, Florida 33733-1077, and a street address of 121 - 3rd Avenue North, St. Petersburg, Florida 33701. The registered agent of the Company shall be STEVEN K. EASTON, and the street address of such registered agent is 121 - 3RD Avenue North, St. Petersburg, Florida 33701.

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ARTICLE IV

Members of the Company may admit additional members from time to time, upon consent of two-thirds (2/3) of the members.

ARTICLE V

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may nevertheless continue the business of the company upon consent of two-thirds (2/3) of such members.

ARTICLE VI

The Company may be managed by a management committee consisting of at least one person or entity selected by at least two-thirds (2/3) of the members. Persons other than members may serve as managers. The initial manager who is to serve until the first annual meeting or until his successors are elected and qualify is:

STEVEN K. EASTON
121 - 3rd Avenue North
St. Petersburg, Florida 33701

The election of a manager or management committee shall be by consent of two-thirds (2/3) of the members and may include members as members of the management committee, as the members may determine from time to time.

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ARTICLE VII

Members may assign or transfer the economic rights associated with their interest, but no other right of membership may be transferred without the consent of all other members. No assignee of any member's interest shall become a member without consent of all the other members, and the assignee's rights are limited solely to a creditor's remedies of a charging order against the assignor member's economic interest.

ARTICLE VIII

Distributions, profits and losses of the company are allocated proportionately with the member's respective contributions.

ARTICLE IX

The members may adopt regulations to govern the affairs of the Company by unanimous consent. The manager or management committee shall have no power to adopt, alter, amend or repeal regulations adopted by the members, other than emergency regulations in the event of a catastrophic event, as provided by Florida Statutes 608.423.

ARTICLE X

The Company's existence shall be the date these Articles are signed by the members, if the Articles are filed with the Florida Department of State within five (5) days of such date, and if not, then on the date these Articles are filed.

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Dated March 22 1999.

SADIE WARD TRUST DATED 8/11/77,
AS A MEMBER

By: Steven K. Easton
Steven K. Easton, Trustee

SADIE WARD TRUST DATED 3/31/76,
AS A MEMBER

By: Steven Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

DONNA M. DONNADIO
Notary Public, State of New York
No. 01DO6051154
Qualified in Suffolk County
Commission Expires October 30, 99
Donna M. Donnadio 3/24/99

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

EMANUEL WARD TRUST DATED 7/20/83,
AS A MEMBER

By: Steven Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 26 PM 3:45

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 22nd day of March, 1999, by STEVEN K. EASTON, as Trustee of the Sadie Ward Trust dated 8/11/77; as Co-Trustee of the Sadie Ward Trust dated 03/31/76; and as Co-Trustee of the Emanuel Ward Trust dated July 20, 1983; who is personally known to me, and who did/did not take an oath.

Peggy Fleetwood
NOTARY PUBLIC



Peggy Fleetwood
MY COMMISSION # CG671456 EXPIRES
September 29, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25 day of March, 1999, by JOYCE W. WEISSMAN, as Co-Trustee of the Sadie Ward Trust dated 03/31/76; and as Co-Trustee of the Emanuel Ward Trust dated July 20, 1983; who is personally known to me, and who did/did not take an oath.
Produced Florida Driver's License

Peggy Fleetwood
NOTARY PUBLIC



Peggy Fleetwood
MY COMMISSION # CG671456 EXPIRES
September 29, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF NEW YORK
COUNTY OF SUFFOLK

The foregoing instrument was acknowledged before me this 24 day of March, 1999, by NORMAN JOSEPH WARD, as Co-Trustee of the Sadie Ward Trust dated 03/31/76; and as Co-Trustee of the Emanuel Ward Trust dated July 20, 1983; who is personally known to me or who produced NYs Drivers Lic # 992-059-389 as identification, and who Bank ID, did/did not take an oath.

Donna M. Donnadio
Donna M. Donnadio

NOTARY: Sign on first line, print name on second line

Oct. 30, 99
Commission No. and Expiration Date

DONNA M. DONNADIO
Notary Public, State of New York
No. 01DC0801184
Qualified in Suffolk County
Commission Expires October 30, 99
NOTARY SEAL:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR WHICH SERVICE OF PROCESS WITHIN THIS
STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.507, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That AMBASSADOR NORTH APTS., L.L.C., a limited liability company, desiring to organize under the laws of the State of Florida with its principal office and designated registered office, as indicated in Articles of Organization at 121 - 3rd Avenue North, St. Petersburg, Florida 33701, has named STEVEN K. EASTON, whose address is 121 - 3rd Avenue North, St. Petersburg, Florida 33701, as its registered agent to accept service of process within this State, and evidences such designation by its members.

FILED
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DIVISION OF CORPORATIONS
99 MAR 23 PM 3:45

AMBASSADOR NORTH APTS., L.L.C.

SADIE WARD TRUST DATED 8/11/77,
AS A MEMBER

By: Steven K. Easton
Steven K. Easton, Trustee

SADIE WARD TRUST DATED 3/31/76,
AS A MEMBER

By: Steven Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

DONNA M. DONNADIO
Notary Public, State of New York
No. 01DO5051184
Qualified in Suffolk County
Commission Expires October 30, 99

Donna M. Donnadio 3/29/99

EMANUEL WARD TRUST DATED 7/20/83,
AS A MEMBER

By: Steven Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at place designated in this certificate, I hereby agree to act in this capacity, and state I am familiar with and accept the obligations of such position.

Steven K. Easton
STEVEN K. EASTON

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DIVISION OF CORPORATIONS
99 MAR 26 PM 3:45

AFFIDAVIT

The undersigned organizers of AMBASSADOR NORTH APTS., L.L.C., a limited liability company, being formed under Florida law, state under oath:

1. The limited liability company has at least two members.
2. The members of the limited liability company and the respective cash contribution anticipated to be contributed are set below:

A.	SADIE WARD TRUST DATED 8/11/77	\$	600.00
B.	SADIE WARD TRUST DATED 3/31/76	\$	2,000.00
C.	EMANUEL WARD TRUST DATED 7/20/83	\$	2,400.00

3. The agreed value and description of property other than cash anticipated to be contributed by members is set forth below.

Real Property:

Lots 8, 9, 10, 11, 12, 13, 14, 15, and 16, Block 2,
C. Buck Turner's Fourth Street North Addition, as
recorded in Plat Book 6, Page 58, Public Records of
Pinellas County, Florida

4. The agreed value of the anticipated contribution of each member as to said real estate is:

A.	SADIE WARD TRUST DATED 8/11/77	12%	\$ 84,000.00
B.	SADIE WARD TRUST DATED 3/31/76	40%	\$280,000.00
C.	EMANUEL WARD TRUST DATED 7/20/83	48%	\$336,000.00

Dated this 22 day of March, 1999.

SADIE WARD TRUST DATED 8/11/77,
AS A MEMBER

By: Steven K. Easton
Steven K. Easton, Trustee

Affidavit
Ambassador North Apts., L.L.C.
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SADIE WARD TRUST DATED 3/31/76
AS A MEMBER

By: Steven K. Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

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DIVISION OF CORPORATIONS

99 MAR 26 PM 3:45

EMANUEL WARD TRUST DATED 7/20/83,
AS A MEMBER

By: Steven K. Easton
Steven Easton, Co-Trustee

By: Joyce W. Weissman
Joyce W. Weissman, Co-Trustee

By: Norman Joseph Ward
Norman Joseph Ward, Co-Trustee

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 22 day of March, 1999, by STEVEN K. EASTON, as Trustee of the Sadie Ward Trust dated 8/11/77; as Co-Trustee of the Sadie Ward Trust dated 03/31/76; and as Co-Trustee of the Emanuel Ward Trust dated July 20, 1983; who is personally known to me, and who did/did not take an oath.

Peggy Fleetwood
NOTARY PUBLIC



Peggy Fleetwood
MY COMMISSION # CC671486 EXPIRES
September 29, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25th day of March, 1999, by JOYCE W. WEISSMAN, as Co-Trustee of the Sadie Ward Trust dated 03/31/76; and as Co-Trustee of the Emanuel Ward Trust dated July 20, 1983; who is personally known to me, and who did/did not take an oath.

Peggy Fleetwood
NOTARY PUBLIC



Peggy Fleetwood
MY COMMISSION # CC671486 EXPIRES
September 29, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Affidavit

Ambassador North Apts., L.L.C.

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STATE OF NEW YORK
COUNTY OF SUFFOLK

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DONNA M. DONNADIO
Notary Public, State of New York
No. 01DO5061154
Qualified in Suffolk County
Commission Expires October 30, 99

NOTARY SEAL:

Donna M. Donnadio
Donna M. Donnadio
NOTARY: Sign on first line, print name on
second line
Oct 30, 99
Commission No. and Expiration Date

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