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ATTENTION
Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

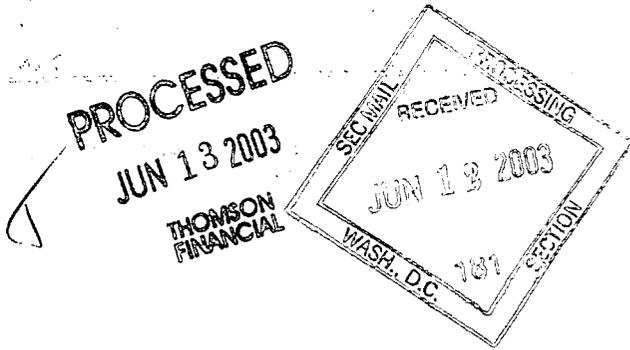
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| OMB APPROVAL |
| OMB Number: 3235-0076 |
| Expires: May 31, 2005 |
| Estimated average burden hours per response...1 |



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

| | | |
|---------------------|--|--------|
| SEC USE ONLY | | |
| Prefix | | Serial |
| DATE RECEIVED | | |



NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

Unique p inc. regulation D offering
Name of Offering (check if this is an amendment and name has changed, and indicate change.)

Filing Under (Check box(es) that apply):
 Rule 504 Rule 505 Rule 506 Section 4(6) ULOE

Type of Filing: New Filing Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

unique p inc.

Name of Issuer (check if this is an amendment and name has changed, and indicate change.)

740 greenville blvd. Suite# 400 greenville, N.C. 27858

Address of Executive Offices (Number and Street, City, State, Zip Code)

252-320-5150

Telephone Number (Including Area Code)

740 geenville blvd suite# 400 greenville, N.C. 27858

Address of Principal Business Operations (Number and Street, City, State, Zip Code)

Telephone Number (Including Area Code)
(if different from Executive Offices)

Brief Description of Business

Apartment development (real estate)

Type of Business Organization

corporation limited partnership, already formed other (please specify):
 business trust limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: Month Year [X] Actual [] Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:
CN for Canada; FN for other foreign jurisdiction) [m] [d]

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Muhammad,abdul

Full Name (Last name first, if individual)

740 greenville blvd Suite #400 greenville, N.C. 27858

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Mekim m. tate

Full Name (Last name first, if individual)

575 thayer avenue suite 508 silver spring, md. 20910

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Robert harris

Full Name (Last name first, if individual)

1216 duce drive Greenville, N.C. 27836

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Jesus falcon

Full Name (Last name first, if individual)

8490 canyon oak drive springfield, va. 22153

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Fatiha lord

Full Name (Last name first, if individual)

46018 corammercy terrace sterling, va. 20166

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Barbara taft

Full Name (Last name first, if individual)

700 albemarle avenue Greenville, N.C. 27858

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?..... Yes No
[X] []

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual?..... \$ 4000

3. Does the offering permit joint ownership of a single unit?..... Yes No
[X] []

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

(note not applicable, new venture)

Full Name (Last name first, if individual)

(na)

Business or Residence Address (Number and Street, City, State, Zip Code)

(na)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

| Type of Security | Aggregate Offering Price | Amount Already Sold |
|---|-----------------------------|------------------------|
| Debt | \$ _____ | \$ _____ |
| Equity | \$ 2,600,000 | \$ 0 |
| | _____ | - |
| [X] Common [] Preferred | | |
| Convertible Securities (including warrants) | \$ 0 | \$ 0 |
| Partnership Interests | \$ 0 | \$ 0 |
| Other (Specify _____). | \$ 0 | \$ 0 |
| Total | \$ 2,600,000 | \$ _____ |

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

| | Number Investors | Aggregate Dollar Amount of Purchases |
|---|------------------|--|
| Accredited Investors | 0 | \$ 0 |
| Non-accredited Investors | - | \$ 0 |
| Total (for filings under Rule 504 only) | 0 | \$ 0 |

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

| Type of offering | Type of Security | Dollar Amount Sold |
|---------------------------|------------------|-----------------------|
| Rule 505 | 0 | \$ 0 |
| <u>Regulation A</u> | - | \$ 0 |
| Rule 504 | - | \$ 0 |
| Total | 0 | \$ 0 |

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

| | |
|--|--|
| Transfer Agent's Fees | <input type="checkbox"/> \$ <u>0</u> |
| Printing and Engraving Costs | <input type="checkbox"/> \$ <u>500</u> |
| Legal Fees | <input type="checkbox"/> \$ <u>1000</u> |
| Accounting Fees | <input type="checkbox"/> \$ <u>350</u> |
| Engineering Fees | <input type="checkbox"/> \$ <u>0</u> |
| Sales Commissions (specify finders' fees separately) | <input type="checkbox"/> \$ <u>260,000</u> |
| Other Expenses (identify) _____ | <input type="checkbox"/> \$ <u>599</u> |
| Total | <input type="checkbox"/> \$ <u>262,449</u> |

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." \$-2,597,551

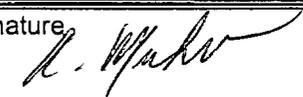
5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

| | Payments to Officers, Directors, & Affiliates | Payments To Others |
|--|---|--|
| Salaries and fees | <input type="checkbox"/> \$ <u>60,000</u> | <input type="checkbox"/> \$ <u>7,000</u> |
| Purchase of real estate | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>720,000</u> |
| Purchase, rental or leasing and installation of machinery and equipment | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>110,000</u> |
| Construction or leasing of plant buildings and facilities..... | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>1,340,000</u> |
| Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>0</u> |
| Repayment of indebtedness | <input type="checkbox"/> \$ _____ | <input type="checkbox"/> \$ <u>26,000</u> |
| Working capital | <input type="checkbox"/> | <input type="checkbox"/> |

| | | |
|---|--------------|--------------|
| | \$ _____ | \$ 334,551 |
| Other (specify): _____ | [] | [] |
| | \$ _____ | \$ 0 |
| _____ | [] | [] |
| _____ | \$ _____ | \$ 0 |
| Column Totals | [] | [] |
| | \$ 60,000 | \$ 2,537,551 |
| Total Payments Listed (column totals added) | _____ | [] |
| | \$ 2,597,551 | _____ |

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

| | | |
|--|--|------------------|
| Issuer (Print or Type) Unique p. inc. | Signature  | Date 06-09-03 |
| Name of Signer (Print or Type) Abdul muhammad | Title of Signer (Print or Type) project director | |

| |
|--|
| ATTENTION |
| Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.) |

E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes No
[] []

.....
See Appendix, Column 5, for state response.

2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.