

L010000011874

DAVID M. THOMS*†
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OF COUNSEL
DAVID N. MILLS
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June 11, 2001

VIA FEDERAL EXPRESS
Registration Section
Division of Corporations
State of Florida
409 E. Gaines Street
Tallahassee, FL 32399

300004415783--9
-07/19/01--01078--001
*****25.00 *****25.00

300004415783--9
-06/12/01--01038--002
*****100.00 *****100.00

Dear Sir / Madam:

300004415783--9
-06/12/01--01038--003
*****25.00 *****25.00

Re: 1776, L.L.C.

Enclosed for filing with your office are the following in regard to the above referenced matter:

1. Certificate of Conversion; *W01-14193 / L01-11874*
2. Check No. 09318 from David M. Thoms & Associates, P.C. in the amount of Twenty-Five and 00/100 (\$25.00) Dollars for payment of the appropriate filing fee;
3. Articles of Organization for Florida Limited Liability Company; and,
4. Check No. 09317 from David M. Thoms & Associates, P.C. in the amount of One Hundred and 00/100 (\$100.00) Dollars for payment of the appropriate filing fee.

Should you have any questions regarding this matter, please feel free to contact our office.

Yours truly,
Andrew D. Bos
Andrew D. Bos

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ADB
Enclosures

39



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 20, 2001

ANDREW D. BOS
DAVID M. THOMS & ASSOCIATES, P.C.
400 RENAISSANCE CENTER, SUITE 950
DETROIT, MI 48243-1509

SUBJECT: 1776, L.L.C.
Ref. Number: W01000014193

We have received your document for 1776, L.L.C. and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

There is an additional \$25 due, which is the fee for the conversion. The \$125 you submitted covers the \$100 limited liability fee and the \$25 registered agent fee. Please submit the additional \$25 with a copy of this letter.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Lee Rivers
Document Specialist

Letter Number: 201A00037549

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DAVID M. THOMS & ASSOCIATES, P.C.

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OF COUNSEL
DAVID N. MILLS
WILLIAM D. BELSKI

July 18, 2001

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir/Madam:

Re: 1776, L.L.C.

Enclosed herewith with regard to the above-referenced matter are the following:

1. Check No. 09370 from David M. Thoms & Associates, P.C. in the amount of \$25.00 for payment of the appropriate conversion fee; and,
2. A copy of the Notice from your office dated June 20, 2001.

Should you have any questions regarding this matter, please feel free to contact our office.

Very truly yours,


Andrew D. Bos

ADB:jsd
Enclosures

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TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

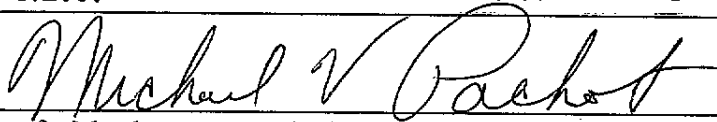
1776 Partnership, a Michigan general partnership

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: October 26, 1989
- B. Jurisdiction: Michigan
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: _____

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

1776, L.L.C.



Signature of a Member or an Authorized Representative of a Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael Pachota

Typed or Printed Name of Signee

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TALLAHASSEE FLORIDA

FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: 1776, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1776 South Tamiami Trail, Venice, Florida 34293

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Michael Pachota

Name

213 The Esplanade South

Florida street address (P.O. Box **NOT** acceptable)

Venice FL 34285

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability 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 as provided for in Chapter 608, F.S..

Michael V Pachota

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Michael V Pachota
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael Pachota

Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

FILED
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TALLAHASSEE FLORIDA