COKPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301

222-1173

FILING COVER SHEET ACCT. #FCA-14



CONTACT:	CINDY HICKS	
DATE:	12-28-01	
REF.#:	0171.4111	·
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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 1555 Boren. 1555 Boren is a Florida 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: December 9, 1998

- В. Jurisdiction: Florida
- The jurisdiction immediately prior to its conversion: Florida C.

THIRD: The name of the limited liability company as set forth in the attached articles of organization is: 1555 Boren, LLC

FOURTH: The conversion shall be effective at 11:59 p.m. on December 31, 2001.

Warren W. Wubker, 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.)

ARTICLES OF ORGANIZATION

OF

1555 BOREN, LLC

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME

The name of the limited liability company shall be 1555 Boren, LLC (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The street address and the mailing address of the principal office of the Company shall be 1555 Boren Drive, Ocoee, FL 34761-2989.

ARTICLE III - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of which is the State of the Company in the State of the Florida shall be 1555 Boren Drive, Ocoee, FL 34761-2989. The name of the registered agent of the Company at that address is Warren W. Wubker.

ARTICLE IV - MANAGEMENT

The Company is to be managed by its members.

ARTICLE V - EFFECTIVE TIME AND DATE

These Articles of Organization are to become effective at 11:59 p.m. on December 31, 2001.

The undersigned Member has made and subscribed these Articles of Organization this 27th day of December, 2001. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Warren W. Wubker

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

Warren W. Wubker

Date: December 27, 2001