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# CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the <u>attached articles of organization</u> 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:

Stewart L. Etten, Marvin P. Etten, Jr., John P. Etten, and Michele Etten Edmisson, a 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 1, 2002
B.	Jurisdiction:	Florida

C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion:

N/A

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

ETTEN HIGH POINTE, LLC

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.)

Stewart L. Etten

Typed or Printed Name of Signee

#### 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.)

INH\$11(10/99)

# ARTICLES OF ORGANIZATION OF ETTEN HIGH POINTE, LLC

The undersigned, STEWART L. ETTEN, a natural person competent to contract, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

# **ARTICLE I**

The name of the limited liability company is:

# ETTEN HIGH POINTE, LLC

# ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office of the limited liability company is Post Office Box 8050, Wausau, Wisconsin 54402-8050 and the street address is 500 Third Street, Suite 700, Wausau, Wisconsin 54403.

# ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

# **ARTICLE IV - TERM OF EXISTENCE**

The limited liability company shall have a perpetual existence.

# ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 417 E. Virginia Street, Suite 1, Tallahassee, Florida 32301, and the name of the initial registered agent of this limited liability company at that address is Capital Connection, Inc.

# **ARTICLE VI - MANAGEMENT**

This limited liability company shall be managed by its members. The names and addresses of the members are:

Stewart L. Etten Marvin P. Etten, Jr.
210 Rainbow Lane 7 Grooms Point Drive
Wausau, WI 54401 Clifton Parks, NY 12065

John P. Etten Michele Etten Edmisson 500 Third Street, Suite 700 5045 South Holly Street Wausau, WI 54403 Cherry Hills Village, CO 80111

IN WITNESS WHEREOF, the undersigned member has executed these Articles of

Organization on the date set forth below, effective as of January 1, 2003.

MEMBER:

Stewart L. Etten

Date: December 23, 2002

# REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of ETTEN HIGH POINTE, LLC. Further, I am familiar with and accept the duties and obligations of such designation.

Shaun P. Merriman 8478 Sailing Loop Lane Bradenton, FL 34202

Date: December 26, 2002.