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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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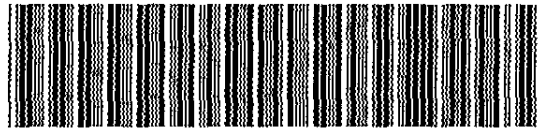
(Business Entity Name)

(Document Number)

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GRAYHARRIS
ATTORNEYS AT LAW

GRAY, HARRIS & ROBINSON, P.A.
SUITE 138
1800 WEST HIBISCUS BLVD. (32901)
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MELBOURNE, FLORIDA 32902-1870
TEL 321-727-8100
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WEB grayharris.com

August 8, 2003

E-MAIL ADDRESS

RMATTEUCCI@GRAYHARRIS.COM

Via Federal Express Airbill No. 8388 4721 9157

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

Dear Sir or Madam:

Please find enclosed two copies of a Certificate of Conversion along with Articles of Organization of Ellis Road Industrial Complex, L.L.C. for filing with the Department of State. Also enclosed is this firm's check in the amount of \$180.00 representing the fees for filing and the request for a certified copy. I have enclosed a self-addressed stamped envelope for your convenience.

Thank you for your cooperation and if you should have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,


Rachelle A. Matteucci
Legal Assistant

/ram
Enclosures

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DIVISION OF CORPORATIONS
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RECORD & RETURN TO:
Hubert C. Normile, Jr., Esq.
Gray, Harris & Robinson, P.A.
1800 W. Hibiscus Blvd., Suite 138
Melbourne, FL 32901

CERTIFICATE OF CONVERSION

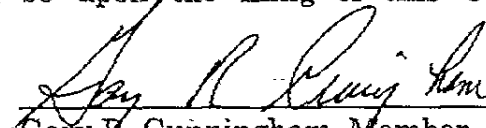
Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company:

1.0 The name of the partnership immediately prior to the filing of this Certificate of Conversion was Ellis Road III Complex Company, a Florida general partnership.

2.0 Ellis Road III Complex Company was first created, formed or otherwise came into being on August 1, 1986, pursuant to the laws of the State of Florida.

3.0 The name of the limited liability company as set forth in its Articles of Organization filed in accordance with Section 608.407, Florida Statutes, is Ellis Road Industrial Complex, L.L.C., a Florida limited liability company.

4.0 The effective date of the conversion of the Partnership to a limited liability company shall be upon the filing of this Certificate with the Secretary of State.



Gary R. Cunningham, 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.)

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION

OF

ELLIS ROAD INDUSTRIAL COMPLEX, L.L.C.

ARTICLE I

The name of the Limited Liability Company is:
ELLIS ROAD INDUSTRIAL COMPLEX, L.L.C.

ARTICLE II

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

4320 WOODLAND PARK DRIVE
WEST MELBOURNE, FLORIDA 32904

The mailing address of the Limited Liability Company is:

4320 WOODLAND PARK DRIVE
WEST MELBOURNE, FLORIDA 32904

ARTICLE III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV

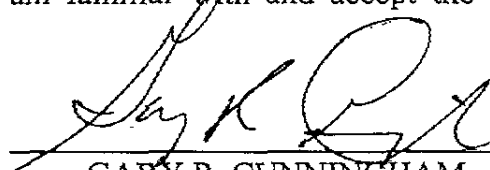
The name and Florida street address of the registered agent is:

GARY R. CUNNINGHAM
4320 WOODLAND PARK DRIVE
WEST MELBOURNE, FLORIDA 32904

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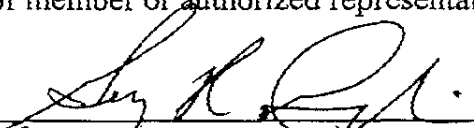
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Registered Agent Signature: _____


GARY R. CUNNINGHAM

Signature of member or authorized representative of a member:

Signature: _____


GARY R. CUNNINGHAM, a member

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