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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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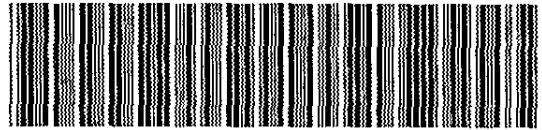
(Business Entity Name)

(Document Number)

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PLEASE REPLY TO:
PALM BEACH GARDENS

July 1, 2004

Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Stein & Schwartz Properties, LLC
Certificate of Conversion/Articles of Organization

Dear Sir or Madam:

Enclosed please find the following documents for filing in connection with the above-referenced entity:

1. Certificate of Conversion for Schwartz-Stein Properties, a Florida General Partnership;
2. Articles of Organization for Stein & Schwartz Properties, LLC.

I have also enclosed our check in the amount of \$180.00 representing \$100.00 for the filing fee for the Articles of Organization, \$25.00 filing fee for the Registered Agent Designation, \$25.00 filing fee for the Certificate of Conversion and \$30.00 for the certified copy fee.

Thank you and please return our certified copy at your earliest convenience. Should you have any questions at all, please do not hesitate to contact me at the 800 number listed above.

Very truly yours,

Patti K. Babka, CLA
Certified Legal Assistant
Enclosure(s) as Stated

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**CERTIFICATE OF CONVERSION FOR
SCHWARTZ-STEIN PROPERTIES,
a Florida General Partnership**

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 documents was: SCHWARTZ-STEIN PROPERTIES, 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: June 1, 1984
 - B. Jurisdiction: Florida
 - C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A
- THIRD: The name of the limited liability company as set forth in the attached articles of organization is: STEIN & SCHWARTZ PROPERTIES, LLC.
- FOURTH: The effective time and date of the date of the filing of this certificate of conversion shall be as of the date of filing with State of the State of Florida.

By:



JEFFREY V. STEIN, Member

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.)

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**ARTICLES OF ORGANIZATION
FOR
STEIN & SCHWARTZ PROPERTIES, LLC**

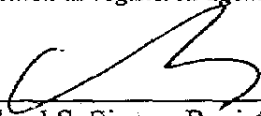
ARTICLE I—Name: The name of the limited liability company is: STEIN & SCHWARTZ PROPERTIES, LLC.

ARTICLE II—Address: The mailing address and street address of the principal office of the limited liability company is: 1500 North Dixie Highway, Suite 304, West Palm Beach, Florida 33401.

ARTICLE III—Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent are:

Michael S. Singer
3801 PGA Boulevard, Suite 604
Palm Beach Gardens, FL 33410

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, Florida Statutes.




Michael S. Singer, Registered Agent

ARTICLE IV—Managing Member(s): The name and address of each Managing Member is as follows:

<u>Title</u>	<u>Name and Address</u>
MEMBER	JEFFREY V. STEIN 1500 N. Dixie Highway, #304 West Palm Beach, FL 33401
MEMBER	RICHARD G. SCHWARTZ 1500 N. Dixie Highway, #304 West Palm Beach, FL 33401



JEFFREY V. STEIN



RICHARD G. SCHWARTZ

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