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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY 18 PM 1:45

J. BRYAN MAY 25 2006

KRASNY AND DETTMER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

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†ALSO CERTIFIED PUBLIC ACCOUNTANT

^ΔADMITTED COLORADO

May 16, 2006

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: FOF, LLC

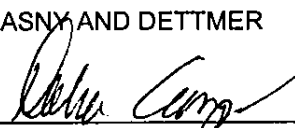
Dear Sir or Madam:

This is to enclose a Certificate of Conversion and Articles of Organization for the above referenced limited liability company. Also enclosed is our check # 28688 to cover the filing fees. Upon completion, please forward the certified copy to this office at the above address.

Thank you for your attention to this matter, and please call if you need anything further.

Very truly yours,

KRASNY AND DETTMER


Debra Campos, Legal Assistant
To Dale A. Dettmer

/dc
Enclosures

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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:

1.0 The name of the unincorporated business immediately prior to the filing of this Certificate of Conversion was **DJON PEPAJ** and **MELINDA PEPAJ**, a general partnership ("Partnership").

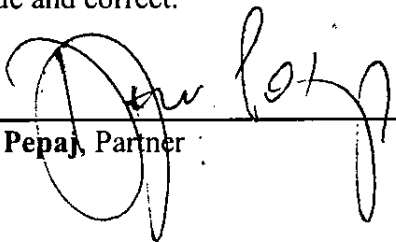
2.0 **DJON PEPAJ** and **MELINDA PEPAJ**, a general partnership, was first created, formed or otherwise came into being on October 15, 2001, pursuant to the laws of the state of Florida.

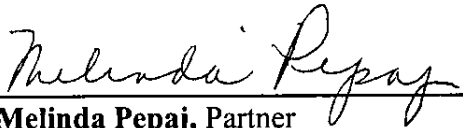
3.0 The name of the limited liability company as set forth in its Articles of Organization filed in accordance with Section 608.407, Florida Statutes, is **FOF, LLC**, a Florida limited liability company.

4.0 The effective date of the conversion of the Proprietorship to a limited liability company shall be the date when filed in the office of the Florida Secretary of State.

5.0 Pursuant to the provisions of Section 608.439, Florida Statutes, fee simple title to the real property described in that certain Warranty Deed recorded in Official Records Book 4443, Page 0398, Public Records of Brevard County, Florida shall hereafter be vested in FOF, LLC, a Florida limited liability company. All other real and personal property that may be owned by or in the name of Djon Pepaj and Melinda Pepaj is not included in the property of the Partnership and does not, upon the conversion herein described, become property of the limited liability company.

6.0 The undersigned does hereby affirm under penalties of perjury that the facts herein stated are true and correct.


Djon Pepaj, Partner


Melinda Pepaj, Partner

**ARTICLES OF ORGANIZATION
OF
FOF, LLC**

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SECRETARY OF CORPORATIONS
06 MAY 1 18 PM 1:45

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

1.0 NAME.

The name of the Limited Liability Company is **FOF, LLC**.

2.0 ADDRESS.

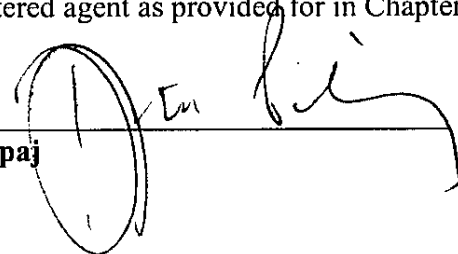
The mailing address and street address of the principal office of the Limited Liability Company is 1000 N Riverside Drive, Indialantic, FL 32903.

3.0 REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE.

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

Djon Pepaj
1000 N Riverside Drive
Indialantic, FL 32903

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.

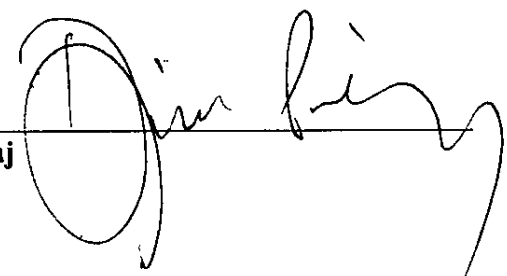


Djon Pepaj

4.0 MANAGEMENT.

The limited liability company is to be managed by its sole member and is, therefore, a member-managed company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 11 day of ~~April~~ ^{May}, 2006.



Djon Pepaj

THIS INSTRUMENT PREPARED BY:
DALE A. DETTMER, ESQ.
304 S. Harbor City Boulevard, Suite 201
Melbourne, Florida 32901
(321) 723-5646
Florida Bar Number: 172988