

L080000118051

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

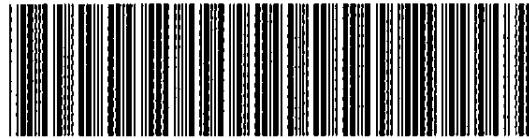
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900139205009

12/31/08--01002--004 \*\*125.00

12/31/08--01002--005 \*\*30.00

12/31/08--01002--006 \*\*35.00

RECEIVED  
08 DEC 30 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 12/31/08

FILED  
08 DEC 30 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

DEC 31 2008

EXAMINER

December 30, 2008

Jennette Marsden  
~~4211 W. Boy Scout Blvd.~~  
~~Tampa FL 33607~~

FILED  
08 DEC 31 PM 3:35  
08 DEC 30 PM 3:35  
TALLAHASSEE, FLORIDA

Re: Order #: 7445249 SO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

EFFECTIVE DATE 12/31/08


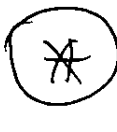
Dear Jennette Marsden:

In response to your request regarding the above referenced order, your filing(s) has been completed as indicated below:

Jim Walter Homes, Inc. (FL)  
Conversion  
Florida  
Filing Date:

Jim Walter Homes, LLC (FL)  
Formation  
Florida  
Filing Date:

Jim Walter Homes, LLC (FL)  
Obtain Document - Misc - Certified copy of Conversion/Formation  
Florida  
Filing Date:

 Resubmit 



CT  
a Wolters Kluwer business

CT  
1203 Governors Square Blvd.  
Suite 101  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 222 7615 fax  
www.ctlegalsolutions.com

If you have any questions concerning this order, please contact:  
Madonna A Cuddihy  
Plantation Corporate Team 1  
Phone: (954) 473-5503  
Email: Madonna.Cuddihy@wolterskluwer.com

Thank you for this opportunity to be of service.

Sincerely,

Joel Rodriguez  
Tallahassee Fulfillment Team 1  
joel.rodriguez@wolterskluwer.com

FILED  
08 DEC 30 PM 3:35  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 12/31/08



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 31, 2008.

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: JIM WALTER HOMES, LLC  
Ref. Number: W08000057096

EFFECTIVE DATE 12/31/08

RECEIVED  
08 DEC 31 PM 3:08  
FILED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA  
08 DEC 30 PM 3:35  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for JIM WALTER HOMES, LLC and your check(s) totaling \$190.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$190.00 payment.

The wrong Certificate of Conversion Form has been used. To convert a corporation into a Florida LLC, you must use the OTHER BUSINESS ENTITY INTO FLORIDA LLC conversion certificate.

Please note that this certificate requires two signatures, but these could be conformed signatures.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 508A00062024

EFFECTIVE DATE

12/31/08

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

FILED  
DEC 30 PM 3:35  
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:  
Jim Walter Homes, Inc.

351060

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on 08/21/1969  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

n/a

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Jim Walter Homes, LLC

(Enter Name of Florida Limited Liability Company)

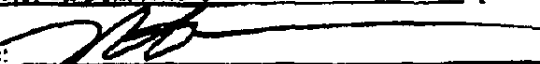
5. If not effective on the date of filing, enter the effective date: 12/31/08 @ 5:00 p.m. ET  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 31st day of December 20 08

**Signature of Member or Authorized Representative of Limited Liability Company:**

Signature of Member or Authorized Representative:   
Printed Name: Mark J. O'Brien Title:  Authorized Rep. of Member

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]**

Signature:   
Printed Name: Mark J. O'Brien Title: Director

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.  
If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

Jim Walter Homes, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

**ARTICLE II - Address:**

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

**Principal Office Address:**

4211 W. Boy Scout Blvd.

Tampa, Florida 33607

**Mailing Address:**

EFFECTIVE DATE 12/31/08

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

C T Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box NOT acceptable)

Plantation FL 33324

City, State, and Zip

*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, F.S.*

C T Corporation System

Madonna Cuddihy  
Registered Agent's Signature (REQUIRED)

**Madonna Cuddihy**  
**Special Assistant Secretary**

(CONTINUED)

Page 1 of 2

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TALLAHASSEE, FLORIDA

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGRM

JWH Holding Company, LLC

4211 W. Boy Scout Blvd.

Tampa, Florida 33607

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: December 31, 2008. (OPTIONAL) @ 5:00 p.m. Eastern Time  
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

**REQUIRED SIGNATURE:**



\_\_\_\_\_  
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.)

Mark J. O'Brien

\_\_\_\_\_  
Typed or printed name of signee

**Filing Fees:**

\$125.00 Filing Fee for Articles of Organization and Designation  
of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)