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TALLAHASSEE, FLORIDA

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EXAMINER

PANZA, MAURER & MAYNARD, P. A.

ATTORNEYS AND COUNSELORS AT LAW

THOMAS F. PANZA
SUSAN HOBVITZ MAURER
ZOLLIE M. MAYNARD, JR.
MARK A. EMANUELE
RICHARD A. BEAUCHAMP
DEBORAH S. PLATZ
ORION G. CALLISON III

JASON H. ALPERSTEIN
DIANE LINDSTROM BEACH
CAROLINE E. BISSETT
JONATHAN P. COHEN
CRAIG S. DAWSON
DOMENICA L. FRASCA
JASON R. FRIEDMAN
JAMES H. HORTON, IV
ROSS D. KULBERG
DANA PANZA MACDONALD
ELIZABETH L. PEDERSEN
ALISON F. SMITH

BANK OF AMERICA BUILDING
THIRD FLOOR
3600 NORTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33308-6225

TELEPHONE (954) 390-0100
FAX (954) 390-7991
mail@PanzaMaurer.com

PLEASE REPLY TO
FORT LAUDERDALE OFFICE

August 10, 2009

OF COUNSEL
JIM C. SMITH
BRIAN D. BALLARD
MARK K. LOGAN
LAURENCE A. MAURER

215 SOUTH MONROE STREET
SUITE 320
TALLAHASSEE, FLORIDA 32301
(850) 681-0980
FAX (850) 681-0983

FLAGLER CENTER TOWER
505 SOUTH FLAGLER DRIVE
SUITE 1450
WEST PALM BEACH, FLORIDA 33401
(561) 253-3233
FAX (561) 253-3230

GOVERNMENTAL RELATIONS
SANDRA S. HARRIS
NOT A MEMBER OF FLA BAR

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Chevalier LLC

Dear Sir or Madam:

On behalf of Chevalier LLC, we hereby enclose the following: the Division's form Cover Letter; Certificate of Conversion; Articles of Organization for Florida Limited Liability Company; and the appropriate filing fee in the amount of \$150.00 (for conversion of other business entity/LLC).

Thank you for your cooperation.

Sincerely,



MELISSA G. THORN, ESQ.

MGT/sg
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Chevalier LLC

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Mark Emanuele, Esquire
(Contact Person)
Panza, Maurer & Maynard, P.A.
(Firm/Company)
3600 N. Federal Highway, Third Floor
(Address)
Fort Lauderdale, Florida 33308
(City, State and Zip Code)

For further information concerning this matter, please call:

Melissa G. Thorn, Esq. at (954) 390-0100
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|---|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees
Certified Copy, and
Certificate of Status |
|--|---|---|---|

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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:

Chevalier Corporation

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Florida Foreign Profit Corporation **FD3000000889**
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Illinois
on 2/21/2003.

(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:

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

Chevalier LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(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 herein.)

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Signed this 10th day of August 2009.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: Peter A. Chevalier
Printed Name: PETER A. CHEVALIER Title: MGKM

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Signature: Peter A. Chevalier
Printed Name: PETER A. CHEVALIER Title: MGKM

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:

Chevalier L.L.C.

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

ARTICLE II – Address:

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

Principal Office Address:

145 Jefferson Ave.
411
Miami Beach, FL 33139

Mailing Address:

145 Jefferson Ave.
411
Miami Beach, FL 33139

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.)

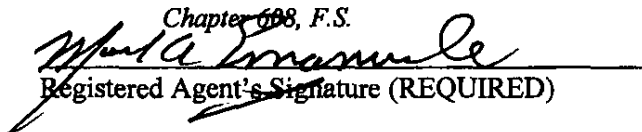
The name and the Florida street address of the registered agent are:

Mark A. Emanuele, Esq.
Name

3600 N. Federal Highway, 3rd Floor
Florida street address (P.O. Box **NOT** acceptable)

Fort Lauderdale, FL 33308
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 688, F.S.

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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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

Peter A. Chevalier

145 Jefferson Ave. # 411

Miami Beach, FL 33139

ARTICLE V: Effective date, if other than the date of filing: _____

(OPTIONAL)

(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 Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:

Peter A. Chevalier, MGRM

Signature of a member or an authorized representative of a member.

(In accordance with section 6083408(3), Florida Statutes, the execution of this document constitutes and affirmation under the penalties of perjury that the facts stated herein are true.)

PETER A. CHEVALIER

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)