

L10000003420

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

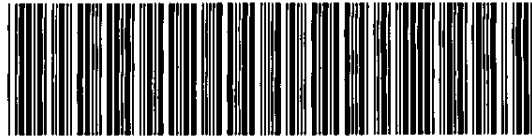
(Business Entity Name)

(Document Number)

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B. KOHR

JAN 12 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 246916 5051651
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 180.00

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ORDER DATE : January 11, 2010
ORDER TIME : 4:41 PM
ORDER NO. : 246916-020
CUSTOMER NO: 5051651

CONVERSION

NAME: SWIRE ART TRUST LLC

XX ARTICLES OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: _____

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SECRETARY OF CORPORATIONS
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STATE OF 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 Swire Art Trust Inc., a Florida corporation ("Corporation"), into a Florida limited liability company in accordance with Section 608.439 of the Florida Limited Liability Company Act.

999000050176

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Swire Art Trust Inc.
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on June 3, 1999.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization shall be: Swire Art Trust LLC.
4. This Certificate of Conversion shall be effective as of the date of the filing of this Certificate of Conversion and the Articles of Organization.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of January 11, 2010.

SWIRE ART TRUST LLC

By: [Signature]
Name: Stephen L. Owens
Title: Authorized Representative

SWIRE ART TRUST INC.

By: [Signature]
Name: Stephen L. Owens
Title: President

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ARTICLES OF ORGANIZATION
OF
SWIRE ART TRUST LLC
(a Florida limited liability company)

ARTICLE I. Name: The name of the limited liability company is Swire Art Trust LLC (the "Company").

ARTICLE II. Address: The mailing address and the street address of the principal office of the Company is:

501 Brickell Key Drive, Suite 600
Miami, Florida 33131

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

Gregg E. Toland
501 Brickell Key Drive, Suite 600
Miami, Florida 33131


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 in Chapter 608, Florida Statutes.



Gregg E. Toland, Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 11th day of January, 2010.

(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.)



Stephen L. Owens, Authorized Representative