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June 16, 2008

STRICTLY CONFIDENTIAL
VIA FEDERAL EXPRESS

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

**Re: Beth Stacey Boulevard Building Partnership, LLP
Conversion of a Florida Limited Liability Partnership ("LLP") to a
Florida Limited Liability Company ("LLC")**

Dear Registration Section:

On behalf of Beth Stacey Boulevard Building Partnership, LLP, a Florida limited liability partnership, I enclose the following:

1. Certificate of Conversion converting Beth Stacey Boulevard Building Partnership, LLP, into a Florida Limited Liability Company;
2. Articles of Organization of Beth Stacey Boulevard, LLC; and
3. Check #492257 made payable to the Florida Department of State in the amount of \$180.00.

Please accept the enclosed Certificate of Conversion and Articles of Organization for filing. The check in the amount of \$180.00 is for the following filing fees: \$25.00 for the Certificate of Conversion; \$125.00 for the Articles of Organization; and \$30.00 for a Certified Copy.

Henderson, Franklin, Starnes & Holt, P.A.

Registration Section
Division of Corporations
June 16, 2008
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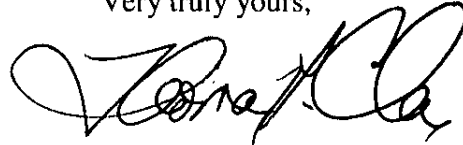
Please send the Certified Copy to my attention as follows:

Thomas P. Clark, Esq.
Henderson, Franklin, Starnes & Holt, P.A.
1715 Monroe Street
Fort Myers, FL 33901

If you have any questions, please call me at 239-344-1178.

Thank you for your assistance with this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Tom Clark', with a stylized flourish at the end.

Thomas P. Clark

TPC/dsp
Enclosures
cc: William N. Harwin, M.D. (via e-mail wharwin@gmail.com)

**CERTIFICATE OF CONVERSION
FOR
FLORIDA PARTNERSHIP
INTO
FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE FLORIDA

This Certificate of Conversion and the attached Articles of Organization are submitted to convert the following **"Florida Partnership into a Florida Limited Liability Company"** in accordance with Sections 620.8914 and 608.439 of the Florida Statutes.

1. The name of the "Florida Partnership" converting into the "Florida Limited Liability Company" is Beth Stacey Boulevard Building Partnership, LLP, a Florida limited liability partnership.

2. The name of the "Florida Limited Liability Company" as set forth in the Attached Articles of Organization" is Beth Stacey Boulevard, LLC, a Florida limited liability company.

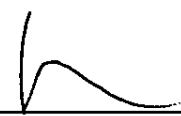
3. The conversion of the "Florida Partnership" into the "Florida Limited Liability Company" shall be effective upon the filing of the this Certificate of Conversion and the attached Articles of Organization.

4. The conversion of the "Florida Partnership" into the "Florida Limited Liability Company" complies with Chapters 620 and 608 of the Florida Statutes.

5. The Plan of Conversion was approved by the converting Florida Partnership in accordance with Chapters 620 and 608 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of this 16th day of June, 2008, .

Beth Stacey Boulevard Building Partnership,
LLP

By: 
William. N. Harwin, M.D.
Authorized Partner

ARTICLES OF ORGANIZATION

OF

BETH STACEY BOULEVARD, LLC

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TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of the limited liability company shall be Beth Stacey Boulevard, LLC (the "Company").

**ARTICLE II
MAILING ADDRESS AND STREET ADDRESS**

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

4371 Veronica Shoemaker Boulevard
Fort Myers, Florida 33916

**ARTICLE III
INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

William N. Harwin, M.D.
4371 Veronica Shoemaker Boulevard
Fort Myers, Florida 33916

**ARTICLE IV
PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the state of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE V
DURATION**

The Company shall exist from the date of filing these Articles of Organization with the Department of State and shall be dissolved upon the occurrence of any event of dissolution as described in the Operating Agreement of the Company.

**ARTICLE VI
MANAGEMENT OF THE COMPANY**

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following is the name and address of the initial Manager who shall serve as the Manager of the Company until his successor is elected and qualified:

Name

Address

William N. Harwin, M.D.

4371 Veronica Shoemaker Boulevard
Fort Myers, Florida 33916

**ARTICLE VII
OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, the undersigned, being an Authorized Representative of the Company, has executed these Articles of Organization, this 16th day of June, 2008.



William N. Harwin, M.D.
Authorized Representative

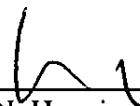
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is "Beth Stacey Boulevard, LLC."
2. The name and address of the registered agent and office are:

William N. Harwin, M.D.
4371 Veronica Shoemaker Boulevard
Fort Myers, Florida 33916

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.



William N. Harwin, M.D., Registered Agent

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TALLAHASSEE FLORIDA