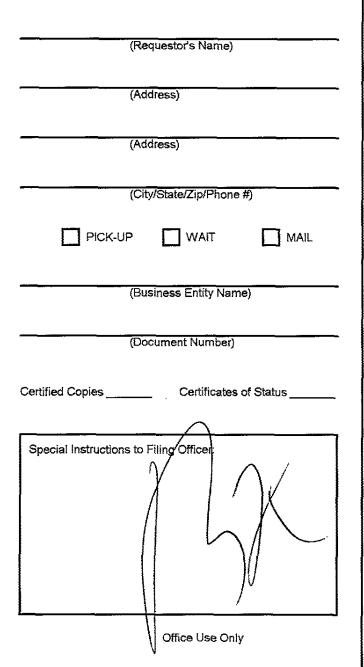
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FLORIDA FILING & SEARCH SERVICES, IN P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Drive, Suite A Tallahassee, FL 32301

PHONE: (850) 216-0457; FAX: (850) 216-0460

DATE:

12-29-06

NAME:

RIVIERA AVENUE P, LLLP

TYPE OF FILING: CONVERSION

COST:

CK FOR \$1113.75 ATTACHED

RETURN: GOOD STANDING & CERTIFIED COPY

ACCOUNT: FCA0000000015

AUTHORIZATION: ABBIE/PAUL HODGE

OF DEC 29 MIN. 07

Certificate of Conversion

For

"Other Business Organization"

Into

Florida Limited Partnership or Limited Liability Limited Partnership

This Certificate of Conversion and attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s.620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
Riviera Avenue P, LLC
(Enter Name of Other Business Entity)
2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: corporation, limited liability company, sole proprietorship, general partnership, common law or business trust, etc.)
first organized, formed or incorporated under the laws of
(Enter state, or if a non-U.S. entity, the name of the country)
on November 14, 2005
(Enter date "Other Business Entity" was first organized, formed or incorporated)
3. The name of the Florida Limited Partnership or Limited Liability Limited Partnership as set forth in the attached Certificate of Limited Partnership:
Riviera Avenue P, LLLP
(Enter Name of Florida Limited Partnership or Limited Liability Limited Partnership)

•					
4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.					
5. If not effective on the date of filing, enter the effect (The effective date: 1) cannot be prior to nor more document is filed by the Florida Department of Stat the effective date listed in the attached Certificate o effective date is listed therein.)	than 90 days after the date this te; <u>AND</u> 2) must be the same as				
Signed thisday of					
X Chilis O Corned	Certificate of Limited Partnership: X Denis English, Individually X Liam Hurley, Individually				
Fees:					
Certificate of Conversion: Fees for Florida Certificate of Limited Partners (\$965 Filing Fee and \$35 Filing Fee)	•				
Certified Copy: Certificate of Status:	\$ 52.50 (Optional) \$ 8.75 (Optional)				

•				
4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.				
5. If not effective on the date of filing, enter the effective (The effective date: 1) cannot be prior to nor more the document is filed by the Florida Department of State the effective date listed in the attached Certificate of effective date is listed therein.)	nan 90 days after the date this; <u>AND</u> 2) must be the same as			
Signed thisday of	20			
No. of the column of the colum	enis English, Individually			
Fees:	•			
Certificate of Conversion: Fees for Florida Certificate of Limited Partnersh (\$965 Filing Fee and \$35 Filing Fee)	\$ 52.50 ip: \$1,000.00			
Certified Copy:	\$ 52.50 (Optional)			
Certificate of Status:	\$ 8.75 (Optional)			



CERTIFICATE OF LIMITED PARTNERSHIP FOR FLORIDA LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP

1	Riviera Avenue P, LLLP	
Aco	(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix) eptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd. eptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. LLP.	
2.	c/o Hunt & Gross, PA, 2200 NW Corporate Blvd, #401	, .: =
-	(Street address of initial designated office) Boca Raton, Florida 33431	
		- /-
3	HCRM Corp., 2200 NW Corporate Blvd., #401	فيف نو ليان
-	(Name of Registered Agent for Service of Process) Boca Raton, Florida 33431	
4	(Florida street address for Registered Agent)	
_		
com	I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to apply with the provisions of all statutes relative to the proper and complete performance of my duties, I am familiar with an accept the obligations of my position as registered agent.	
	Signature of Registered Agent	,, , , , , , , , , , , , , , , , , , ,
6	2200 NW Corporate Blvd., #401, Boca Raton, Florida 33431 (Mailing address of initial designated office)	, and the
		. · ·

7. If limited partnership elects to be a limited liability limited partnership, check box X.

8. Name and business address of each general Name:	eneral partner: Business Address:	
Chris O'Connor, LLC	c/o Hunt & Gross, PA	
C. C. S.	2200 NW Corporate Blvd., #401	
L04000069111	Boca Raton, Florida 33431	<u> </u>
••		
Denis English, Individually	c/o Hunt & Gross, P.A. 2200 NW Corporate Blvd., #401	
	Boca Raton, Florida 33431	
Liam Hurley, Individually	c/o Hunt & Gross, PA 2200 NW Corporate Blvd., #401	
	Boca Raton, Florida 33431	
		<u> </u>
,		
9. Effective date, if other than the date of filing:		_
3. Estective date, it offer than the date of ming:		- ·
(Effective date cannot be prior to nor mo filed by the Florida Department of State.	re than 90 days after the date the document is }	
Signed this day of	October , 2006 .	
Signature of each general partner:	•	
Chris O'Connor, LLC	~	
11.0:6	Denis English, Individually	_
× Chiles O Courses	★ Liam Hurley, Individually	
By: Chris O'Connor as Managing Member	Liam Hurley, Individually	
Filing Fees: \$1, Certified Copy (optional): \$ Certificate of Status (optional): \$	000.00 (\$965 Filing Fee and \$35 Registered Agent Fe 52.50 8.75	ə)

Page 2 of 2

8. Name and business address of each go	Business Address:
Chris O'Connor, LLC	c/o Hunt & Gross, PA
	2200 NW Cörporate Blvd., #401
	Boca Raton, Florida 33431
Denis English, Individually	c/o Hunt & Gross, P.A. 2200 NW Corporate Blvd., #401
	Boca Raton, Florida 33431
Liam Hurley, Individually	c/o Hunt & Gross, PA 2200 NW Corporate Blvd., #401
	Boca Raton, Florida 33431
· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·
•	
9. Effective date, if other than the date of filing:	
	ore than 90 days after the date the document is
Signed thisday of	October 2006
Signature of each general partner:	
Chris O'Comor, LLC	x & de les
× .	Denis English, Undividually
By: Chris O'Connor as Managing Member	Liam Hurley, Individually
Filing Fees: \$1,	,000.00 (\$965 Filing Fee and \$35 Registered Agent F
Certified Copy (optional): \$ Certificate of Status (optional): \$	52.50 8.75

Page 2 of 2