

CT CORPORATION SYSTEM

CORPORATION(S) NAME

A98.0000000963

(1) Encon Associates, Ltd. Converted To: Encon, LLC

0

(2) MPN Associates, Ltd. Converted To: MPN, LLC

200004191802--8

- | | | |
|--|---|--|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other Conversion |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
01 MAY -9 PM 1:01
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

Name	5/9/01	Order#: 4304524
Availability		
Document		
Examiner		Ref#:
Updater		
Verifier		
W.P. Verifier		Amount: \$

01 MAY -9 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND
FILED

9

**CERTIFICATE OF CONVERSION
OF MPN ASSOCIATES, LTD.
TO MPN, LLC**

Pursuant to Section 608.439, Florida Statutes, MPN Associates, Ltd., a Florida limited partnership (the "Partnership"), hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company:

**ARTICLE I
Name of Prior Entity**

The name of the limited partnership immediately prior to filing this document was "MPN Associates, Ltd."

**ARTICLE II
History of Prior Entity**

The date on which and the jurisdiction in which the limited partnership was first formed are:

<u>Date</u>	<u>Jurisdiction</u>
April 20, 1998	Florida

**ARTICLE III
Name of Limited Liability Company**

The name of the limited liability company as set forth in the attached Articles of Organization is "MPN, LLC."

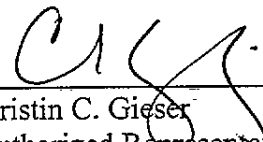
**ARTICLE IV
Authorized Representative**

The name and address of the authorized representative of the Company executing this Certificate of Conversion are:

<u>Name</u>	<u>Address</u>
Cristin C. Gieser	One Harbour Place 777 S. Harbour Island Boulevard Tampa, Florida 33602-5730

FILED
01 MAY -9 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 1st day of May 2001.

By: 
Name: Cristin C. Gieser
Authorized Representative

FILED
01 MAY -9 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA