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February 3, 2000

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(1944-1996)

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OF COUNSEL:
E. BLAKE MOORE

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Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

000003126360--1
-02/08/00--01009--003
****55.00 ****55.00

In re: Articles of Organization for Florida Limited Liability Company
- Kadrie Investments, LLC

000003126360--1
-02/08/00--01009--002
****155.00 ****155.00

Gentlemen:

On behalf of the above-named LLC, we enclose herewith Articles of Organization for Kadrie Investments, LLC, along with our check in the amount of \$155.00 in payment of the filing fee of the Articles of Organization, the Designation of Registered Agent and a certified copy of the Articles of Organization. We are providing the Articles in duplicate, per your rules, and request that a copy be certified and returned to us at the address indicated in this letter.

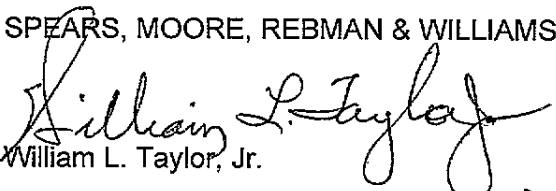
In addition, we are enclosing herewith and request that it be filed subsequent to the filing of the Articles of Organization, a Certificate of Conversion of Kadrie Family Limited Partnership to Kadrie Investments, LLC, a limited liability company. The Kadrie Family Limited Partnership was created under the laws of the State of Tennessee on September 4, 1996, and we request that this be filed to reflect the conversion of the limited partnership to the limited liability company, Kadrie Investments, LLC. We are also enclosing our check in the amount of \$55.00 for the recording of the Certificate of Conversion and the provision to us of a certified copy of same after it is filed. We are also enclosing the Certificate of Conversion in duplicate for this purpose.

If there are questions relative to the Articles of Organization or the Certificate of Conversion, I would appreciate a telephone call to me, collect, at 423/756-7000.

Very truly yours,

SPEARS, MOORE, REBMAN & WILLIAMS

William L. Taylor, Jr.



WLT:jcb
Enclosures

00 FEB -8 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BA 2/10/15/5
L00-1/15/5

CERTIFICATE OF CONVERSION OF
KADRIE FAMILY LIMITED PARTNERSHIP TO
KADRIE INVESTMENTS, LLC
(Pursuant to 608.439, Florida Statutes)

ARTICLE I

The Kadrie Family Limited Partnership was first created and formed under the jurisdiction of the laws of the State of Tennessee on September 4, 1996 and will, until conversion pursuant to this document, have been subject to the laws of the State of Tennessee, but following such conversion, will become subject to and a part of the domestic limited liability company known as Kadrie Investments, LLC.

ARTICLE II

The name of the entity being converted to a domestic limited liability company is Kadrie Family Limited Partnership.

ARTICLE III

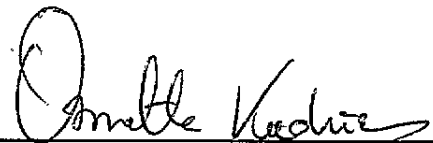
The limited liability company into which the foregoing limited partnership is being converted is Kadrie Investments, LLC, the Articles of Organization having been filed with the Secretary of State of the State of Florida immediately preceding and/or simultaneously with this Certificate of Conversion.

ARTICLE IV

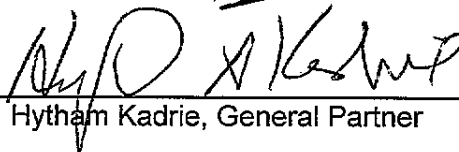
The effective date of the conversion shall be the date of filing of the Certificate of Conversion with the Secretary of State of the State of Florida.

ARTICLE V

This conversion has been approved by the partners of Kadrie Family Limited Partnership and the Articles of Organization of Kadrie Investments, LLC have similarly been so approved by the partners of the limited partnership.



Osmette Kadrie, General Partner



Hytham Kadrie, General Partner

00 FEB 28 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

(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.)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the limited liability company is:

Kadrie Investments, LLC

ARTICLE II - Address:

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

Unit 207, The Tides at Tops'l
550 Tops'l Beach Boulevard
Destin, Florida 32541

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

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

Osmette Kadrie
Unit 207, The Tides at Tops'l
550 Tops'l Beach Boulevard
Destin, Florida 32541

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 608, F.S..



Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.



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

(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.)

Osmette Kadrie

Typed or printed name of signee

FILED
00 FEB -8 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA