200006643 **CONTACT: CINDY HICKS** DATE: **REF. #:** CORP. NAME: () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK) FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP LIMITED LIABILITY () REINSTATEMENT () MERGER) WITHDRAWAL) CERTIFICATE OF CANCELLATION () UCC-1) UCC-3 STATE FEES PREPAID WITH CHECK# 5871 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$ PLEASE RETURN: **CERTIFIED COPY** () CERTIFICATE OF GOOD STANDING) CERTIFICATE OF STATUS Examiner's Initials

FLEASE ONE ORIGINAL SURMISSION



June 7, 2000

CCRS

SUBJECT: WHITE FACE ACRES COMPANY, LLC

Ref. Number: W00000014424

DATE AS FILE DATE

We have received your document for WHITE FACE ACRES COMPANY, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A conversion cannot have an effective date that is prior to the filing date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers Document Specialist

Letter Number: 100A00032181

RECEIVED

ON JUN -7 PM 4: 4

DEPARTMENT OF STATI

NUMBER OF CORPORATION

CERTIFICATE OF CONVERSION OF UNINCORPORATED BUSINESS WITH AND INTO WHITE FACE ACRES COMPANY, LLC UNDER FLORIDA STATUTES 608.439

It is hereby certified that:

- 1. Desire L. Kromhout and Johanna P. Kromhout, his wife (collectively the "Owners"), first established their unincorporated business in 1987;
- 2. The name under which the business entity operated immediately prior to the filing of this Certificate of Conversion was White Face Acres Company;
- 3. The name of the limited liability company, as set forth in the Articles of Organization filed of even date herewith, is White Face Acres Company, LLC; and

4. The effective date of this conversion to White Face Acres Company, PLC will be the file date.

Dated: This ω^{+} day of June, 2000.

White Face Acres Company, LLC

The Desire L. Kromhout Revocable Trust, dated August 17, 1987, as amended

By:

Desire L. Kromhout, Trustee

The Johanna P. Kromhout Revocable Trust, dated August 17, 1987, as amended

Johanna P. Kromhout, Trustee

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ARTICLES OF ORGANIZATION FOR WHITE FACE ACRES COMPANY, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby set forth the following:

ARTICLE I - NAME OF CORPORATION

The name of the Limited Liability Company (the "Company") is White Face Acres Company, LLC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Company is 6380 12th Street, Vero Beach, Florida 32966.

ARTICLE III - PERIOD OF DURATION

This Company's existence shall commence on May 31, 2000 and it shall exist perpetually.

ARTICLE IV - MANAGEMENT

Subject to the terms of the Operating Agreement for the Company, the Company shall be a manager managed company and the following is hereby appointed as the initial manager until such time as replaced as provided in the Operating Agreement:

Desire L. Kromhout 6380 12th Street Vero Beach, Florida 32966

ARTICLE V - PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a Company organized and existing by virtue of such laws.

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent in Florida for the Company is Alexander Kromhout, 6380 12th Street, Vero Beach, Florida 32966.

IN WITNESS WHEREOF, the undersigned duly authorized member of the Company has made and subscribed these Articles of Organization this & day of June, 2000.

White Face Acres Company, LLC

The Desire L. Kromhout Revocable Trust, dated August 17,

1987, as amended

Desire L. Kromhout, Trustee

ACCEPTANCE BY REGISTERED AGENT

Having been named as the registered agent for the above-mentioned Company at the place designated in the foregoing Articles of Organization, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

Signature:

Alexander Kromhot

Date:

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