

Division of Corporations

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## Florida Department of State

Division of Corporations

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## LIMITED LIABILITY COMPANY

NFOFS Holdings, L.L.C.

Certificate of Status	0
Certified Copy	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 27, 2000

AKERMAN SENTERFITT OF JACKSONVILLE

SUBJECT: NFOFS HOLDINGS, L.L.C.  
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## CERTIFICATE OF CONVERSION

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

**FIRST:** The name of the unincorporated business immediately prior to filing this document was NFOFS HOLDINGS, a Florida general partnership.


**SECOND:** The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: June 15, 1999
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A

**THIRD:** The name of the limited liability company as set forth in the attached articles of organization is NFOFS HOLDINGS, L.L.C.

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.

Dated this April 24, 2000.

  
\_\_\_\_\_  
Gregory W. Hartley, Authorized Representative

Hartley

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**ARTICLES OF ORGANIZATION  
OF**

**NFOFS HOLDINGS, L.L.C.**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") shall be NFOFS Holdings, L.L.C.

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 4131 University Boulevard South, Building I, Jacksonville, Duval County, Florida 32216.

**ARTICLE III  
REGISTERED AGENT**

The initial registered office of this Company shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202, and its initial registered agent at such office shall be MOTOLAW, Inc.

**ARTICLE IV  
MANAGEMENT OF THE COMPANY**

This Company will be manager-managed company managed by one of its members in accordance with and subject to the requirements of the Act and the operating agreement of this Company.

IN WITNESS WHEREOF, the undersigned, being the Managing Member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407(4) of the Act.

Dated: 4/24/2000

By:   
Gregory W. Hartley, Managing Member

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following is submitted:

NFOFS Holdings, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

DATED this 24 day of April, 2000.

By: 

Gregory W. Hartley, Managing Member

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

DATED this 24th day of April, 2000.

MOTOLAW, INC., a Florida corporation

By: 

Peter O. Larsen, President

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