

Division of Corporations

Page 1 of 1

L00000007770

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000034916 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)922-4003

From: Account Name : GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.
Account Number : 076402003516
Phone : (941)514-1000
Fax Number : (941)514-0377

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 30 PM 2:07

FILED

LIMITED LIABILITY COMPANY

Meuers Law Firm, P.L.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 30 PM 12:32

RECEIVED

85.00 L00-7770
026-30

Electronic Filing Menu

Corporate Filing

Public Access Help

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 professional limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was: *CLP990000172*

Meuers Law Firm, LLP, a General Partnership with Limited Liability Partnership status

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

A. Date: October 7, 1996

B. Jurisdiction: Florida

THIRD: The name of the professional limited liability company as set forth in the attached Articles of Organization is:

Meuers Law Firm, P.L.

FOURTH: The future effective date and time of conversion of the Meuers Law Firm, LLP to the Meuers Law Firm, P.L. is: 23:59:59, June 30, 2000.

Lawrence H. Meuers
Member

FILED
00 JUN 30 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT # H00000034916 7

**ARTICLES OF ORGANIZATION
OF
MEUERS LAW FIRM, P.L.**

ARTICLE I

NAME AND ADDRESS

The name of this Professional Limited Liability Company shall be Meuers Law Firm, P.L. (the "Company"). The mailing address and street address of the principal office of the Company is 5395 Park Central Court, Naples, Florida 34109.

ARTICLE II

DURATION

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company or as provided by law.

ARTICLE III

DESIGNATION OF REGISTERED AGENT

The name and address of the registered agent and office of the Company shall be Lawrence H. Meuers, 5395 Park Central Court, Naples, Florida 34109.

ARTICLE IV

THE MEMBERS

The member of the Company (hereafter the "Member") shall be:
Lawrence H. Meuers (Managing Member and President & Chief Executive Officer)

FAX AUDIT # H00000034916 7

Peter L. Keeley, Esquire
Grant Fridkin, Pearson, Athan & Crown, P.A.
5551 Ridgewood Drive, Suite 301, Naples, FL 34108
(941) 514-1000
Florida Bar #0190016

00 JUN 30 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FAX AUDIT # H00000034916 7

ARTICLE V

MANAGEMENT OF COMPANY BUSINESS

The conduct of the Company's day to day business shall be by its Managing Member, Lawrence H. Meuers, who's address is 5395 Park Central Court, Naples, Florida 34109. The Managing Member shall have the authority to take all action deemed necessary or desirable by him for the daily operation of the Company, except as otherwise provided herein or in the Company's Operating Agreement.

ARTICLE VI

ADDITIONAL MEMBERS

The Member may admit additional members upon Certificate of Membership signed by the existing Members.

ARTICLE VII

LIMITATIONS ON MEMBERS

Members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other Members of the Company without first obtaining the prior written consent of all Members of the Company. Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VIII

RIGHT TO CONTINUE BUSINESS OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company, the remaining Member or Members shall have the right to continue the business of the Company in accordance with the terms and conditions of its Operating Agreement.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 30 PM 2:07

FILED

FAX AUDIT #: H00000034916 7

ARTICLE IX

AMENDMENTS

These Articles may be amended from time to time by the written consent of all Members of the Company. The amendments shall be duly signed by a Member of this Company and filed with the Florida Department of State.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledge them to be our act this 29th day of June, 2000.



LAWRENCE H. MEUERS
MANAGING MEMBER AND
PRESIDENT & CHIEF EXECUTIVE OFFICER

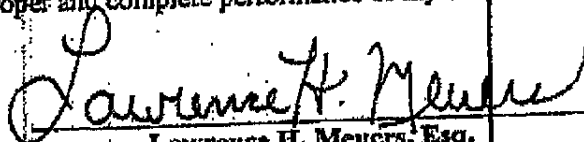
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 30 PM 2:07

FILED

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for Meuers Law Firm, P.L., at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.


Lawrence H. Meuers, Esq.

wd-comp Inv(Meuers Restruc)Articles of Organization

FAX AUDIT #: H00000034916 7