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August 24, 2000

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Via Federal Express No.: 7908 7573 3568

Re: JUPITER WAREHOUSE, L.L.C.

400003373444--9  
-08/25/00--01075--009  
\*\*\*\*185.00 \*\*\*\*185.00

Dear Sir or Madam:

I have enclosed and submit for filing an original and one copy of the Certificate of Conversion and Articles of Organization in connection with the above-referenced limited liability company. I have also enclosed a check in the amount of One Hundred Eighty Five Dollars (\$185.00) payable to the Florida Department of State as filing fees. Please return a certified copy of these documents to our office together with a Certificate of Status.

If you have any questions regarding the above, please contact me by telephone prior to returning the enclosed. Thank you for your assistance with this matter.

Sincerely  
  
Christy L. Verzi  
Legal Assistant  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG 25 AM 9:05

**CERTIFICATE OF CONVERSION**

Pursuant to §608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate Of Conversion for the purpose of converting said unincorporated business entity to a Florida limited liability company:

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

The proprietorship of **STEPHEN M. WHITE and KAREN S. WHITE**, as tenants by the entireties, owning that certain rental facility located at 150 Toney Penna Drive, Jupiter, Florida 33458, more particularly described as follows:

That part of the East 125.00 feet of the West 645.00 feet of the North one-half of the Northeast one-quarter of the Northeast one-quarter of Section 12, Township 41 South, Range 42 East, Palm Beach County, Florida lying Southerly of Toney Penna Drive (also known as McKay Radio Road) as shown on the Palm Beach County Engineering Department Right-of-way Map File No. 3-65-093; Less, however, the South 250.00 feet thereof.

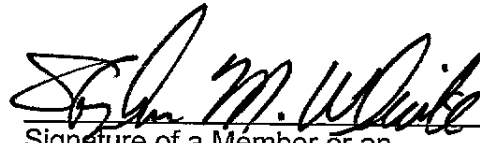
**SECOND:** The date on which, and the jurisdiction in which, the unincorporated business was first created or otherwise came into being are:

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

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00 AUG 25 AM 9:05

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

**JUPITER WAREHOUSE L.L.C., a Florida Limited Liability Company**



Signature of a Member or an authorized representative of a Member

(In accordance with §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.)

Stephen M. White  
Name of signatory

**ARTICLES OF ORGANIZATION**  
**OF**  
**JUPITER WAREHOUSE, L.L.C.**  
**A Florida Limited Liability Company**

**ARTICLE I**  
**NAME**

The name of the limited liability company is JUPITER WAREHOUSE, L.L.C.

**ARTICLE II**  
**ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 113 Victorian Lane, Jupiter, Florida 33458.

**ARTICLE III**  
**REGISTERED AGENT, REGISTERED OFFICE,**  
**AND REGISTERED AGENT'S SIGNATURE**

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

D.R. Girvin, Esquire  
Oceanside Professional Centre  
1080 East Indiantown Road, Suite 101  
Jupiter, Florida 33477

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, Florida Statutes.

  
\_\_\_\_\_  
D.R. Girvin

**ARTICLE IV  
MANAGEMENT**

The limited liability company is to be managed by the members and is, therefore, not a manager-managed company.



Signature of a Member of an  
authorized representative of a Member

(In accordance with §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.)

Stephen M. White  
Name of signatory