103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 00000/1805 RILING COVER SHEET ACCT, #FCA-14 **CONTACT:** CINDY HICKS DATE: **REF. #: CORP. NAME:** ( ) ARTICLES OF DISSOLUTION ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) FICTITIOUS NAME ( ) TRADEMARK/SERVICE MARK ( ) ANNUAL REPORT ( ) LIMITED LIABILIT ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) WITHDRAWAL ( ) MERGER ( ) REINSTATEMENT ( ) UCC-3 CERTIFICATE OF CANCELLATION ( ) UCC-1 STATE FEES PREPAID WITH CHECK# 8969 FOR \$\_ **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$** PLEASE RETURN: CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING ( ) CERTIFICATE OF STATUS Examiner's Initials

### 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 a Florida limited liability company:

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

Accord Industries

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

- A. Date: October 9, 1990
- B. Jurisdiction: Florida
- C. If different from the above-noted jurisdiction, the jurisdiction immediately prior to its conversion: Not applicable (jurisdiction is still Florida).

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

Accord Industries, LLC

FOURTH: The effective date of the conversion shall be the date of filing with the Florida Department of State.

FIFTH: This conversion has been approved by all of the partners of Accord Industries Company.

WEIR SYSTEM, INC., a Florida corporation and a member of According Industries, LLC

William C Wair III Bracidan

By:\_

Jacqueline Cochran

H VENTURE CORP., a Florida corporation and a member of Accord Industries, LLC

Bv:

. Stephen Zepf, Treasure

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

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# **ARTICLES OF ORGANIZATION**

## <u>OF</u>

# ACCORD INDUSTRIES, LLC

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

#### ARTICLE I - NAME OF COMPANY

The name of the limited liability company is ACCORD INDUSTRIES, LLC. (the "Company").

#### ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 4001 Forsyth Road, Winter Park, Florida 32792.

## ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Elorida is 4001 Forsyth Road, Winter Park, Florida 32792. The name of the registered agent of the Company at that address is William C. Weir, III.

# ARTICLE IV - MANAGEMENT

The Company is to be a member-managed company.

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned members, constituting all of the members of the Company, have made and subscribed these Articles of Organization this 28th day of September, 2000.

> WEIR SYSTEM, INC., a Florida corporation and a member of Accord Industries Company, LLC

H VENTURE CORP., a Florida corporation and a member of Accord Industries Company, LTC

## STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

William C. Weir, III

Date: September 28, 2000.

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