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October 5, 2000

Department of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32314

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-10/09/00--01067--014
****150.00 ****150.00

Re: Articles of Organization of Elda Mae Bass, LLC

Gentlemen:

Enclosed are the following documents for filing with your office:

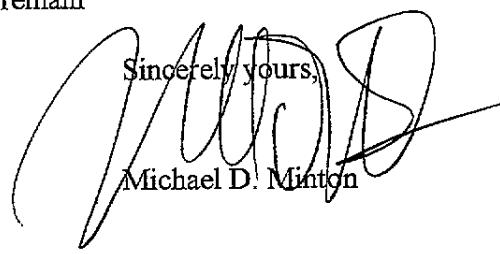
1. Articles of Organization of Elda Mae Bass, LLC; and
2. Certificate of Conversion of Unincorporated Business into Elda Mae Bass, LLC Under Florida Statutes 608.439.

Also enclosed is this firm's check in the sum of \$150.00 to cover the filing fee of \$100.00, registered agent fee of \$25.00 and Certificate of Conversion fee of \$25.00.

Thank you for your assistance.

With best regards, I remain

Sincerely yours,



Michael D. Minton

MDM/ew

Enclosures

cc: Elda Mae Bass

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FILED
00 OCT -9 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-12615
OK

**CERTIFICATE OF CONVERSION OF UNINCORPORATED BUSINESS
INTO ELDA MAE BASS, LLC
UNDER FLORIDA STATUTES 608.439**

It is hereby certified that:

1. ELDA MAE BASS (the "Owner"), first established her unincorporated business in 1969;
2. The name under which the business entity operated immediately prior to the filing of this Certificate of Conversion was that of the Owner;
3. The name of the limited liability company, as set forth in the Articles of Organization filed of even date herewith, is ELDA MAE BASS, LLC; and
4. The effective date of this conversion to ELDA MAE BASS, LLC shall be the filing date of this certificate.

Dated this 5th day of October, 2000.

ELDA MAE BASS, LLC

By: 
ELDA MAE BASS, Manager

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ELDA MAE BASS, 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, does hereby set forth the following:

ARTICLE I - NAME

The name of the Limited Liability Company (the "Company") is ELDA MAE BASS, LLC.

ARTICLE II - ADDRESS

The principal office and mailing address of this Company is 16525 Highway 98N, Okeechobee, Florida 34972.

ARTICLE III - PERIOD OF DURATION

This Company shall exist perpetually.

ARTICLE IV - MANAGEMENT

Subject to the terms of the Operating Agreement for the Company, the management of the Company shall be a manager-managed company and the initial manager until such time as she is replaced shall be Elda Mae Bass.

ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE.

The name and street address of the initial registered agent in Florida for the Company is Elda Mae Bass, 16525 Highway 98N, Okeechobee, FL 34972.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Member of the Company has made and subscribed these Articles of Organization this 5TH day of October, 2000.

ELDA MAE BASS REVOCABLE TRUST, dated the 5TH day of October, 2000

By: Elda Mae Bass
Elda Mae Bass, 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: Elda Mae Bass
Elda Mae Bass

Date: October 5TH, 2000

FILED
00 OCT -9 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA