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 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

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L00000015722

82723318000-C

December 19, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

David Properties, LLC

Filing Evidence

Plain/Confirmation Copy

Certified Copy *effective date 1-1-01*

Retrieval Request

Photocopy

Certified Copy

Type of Document

Certificate of Status

Certificate of Good Standing

Articles Only

All Charter Documents to Include
 Articles & Amendments

Fictitious Name Certificate

Other

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-12/19/00--01040--025
*****180.00 ****180.00*

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

00 DEC 19 PM 12: 06

RECEIVED

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

00 DEC 19 PM 12: 39

APPROVED
 AND
 FILED

X Cert./Conversion

JPB
12-19-00

**CERTIFICATE OF CONVERSION
OF GENERAL PARTNERSHIP
TO LIMITED LIABILITY COMPANY**

1. The entity which is to be converted to a limited liability company pursuant to the provisions of Florida Statutes Section 608.439 is David Properties Partnership, a Florida general partnership (the "Converted Entity"). The Converted Entity was created by Partnership Agreement dated December 30, 1992 and was formed under the laws of the State of Florida.

2. The name of the Converted Entity immediately prior to the filing of this Certificate of Conversion to a Limited Liability Company is David Properties Partnership, a Florida general partnership.

3. The name of the limited liability company into which the Converted Entity is to be converted is David Properties, LLC.

4. The effective time and date of the conversion of the Converted Entity into the form of a Florida limited liability company to be known as David Properties, LLC shall be 12:01 a.m., January 1, 2001.

5. As provided in greater detail in the Operating Agreement of David Properties, LLC, the total percentage interest of each partner of the Converted Entity in profits, losses, liabilities and capital shall remain the same in David Properties, LLC as it was in the Converted Entity.

6. Prior to the filing of this Certificate of Conversion with the Department of State, the aforesaid conversion of

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200 DEC 19 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Properties Partnership, a Florida general partnership, to David Properties, LLC, a Florida limited liability company, was unanimously approved by all of the partners of David Properties Partnership, a Florida general partnership, in accordance with the terms and conditions of that certain Agreement of Conversion to Limited Liability Company dated December 18, 2000.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Conversion to Limited Liability Company this 18th day of December, 2000.

DAVID PROPERTIES PARTNERSHIP,
a Florida general partnership

By: Marguerite J. David Mussallem
Marguerite J. David Mussallem,
Individually and as Trustee of
the Marguerite J. David
Mussallem Amended and Restated
Revocable Trust Under Agreement
dated December 7, 1992

Managing General Partner

DAVID PROPERTIES, LLC

By: Charles J. Gerard David
Charles J. Gerard David,
Member and Manager

00 DEC 19 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

DAVID PROPERTIES, LLC

ARTICLE I - NAME

The name of the Company is DAVID PROPERTIES, LLC.

ARTICLE II - DURATION

This Company shall be in existence in perpetuity from and after the effective time and date of the commencement of its existence, which shall be 12:01 a.m., January 1, 2001.

ARTICLE III - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business.

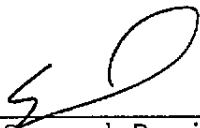
ARTICLE IV - PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The street address and the mailing address of the principal office of the Company is 8604 LaLoosa Drive West, Jacksonville, Florida 32217, and the name and address of the Company's registered agent is Charles Jon Gerard David, 8604 LaLosa Drive West, Jacksonville, Florida 32217.

ARTICLE V - MANAGEMENT OF THE COMPANY

The Company is to be a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 18th day of December, 2000.



Charles Jon Gerard David, Member

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AND
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00 DEC 19 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED PURSUANT TO FLORIDA STATUTES SECTION 608.415

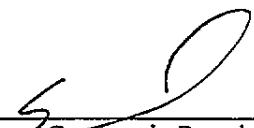
In accordance with the provisions of Section 608.415, Florida Statutes, the following is submitted in compliance with said statute section:

That David Properties, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at City of Jacksonville, Duval County, State of Florida, has named Charles Jon Gerard David, 8604 LaLosa Drive West, Jacksonville, Florida 32217, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above referenced limited liability company, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statute section relative to keeping open said office.

Executed this 18th day of December, 2000.

By: 
Charles Jon Gerard David,
Registered Agent

00 DEC 19 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED