

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILE 2ND

FILING COVER SHEET
ACCT. #FCA-14

L010000016408

CONTACT: CINDY HICKS

DATE: 9-25-01

REF. #: 0162.2156

CORP. NAME: S-B PROPERTIES NO. 3, LLC

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

01 SEP 25 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FL 32304

APPROPRIATE
AND
FILED

900004610309--0
-09/25/01--01046--025
****125.00 ****125.00

STATE FEES PREPAID WITH CHECK# _____ FOR \$ 125.⁰⁰

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: 900004610309--0
-09/25/01--01046--024
*****25.00 *****25.00

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

01 SEP 25 AM 10:33

RECEIVED

JB
9-25-01

CERTIFICATE OF CONVERSION

In accordance with Section 608.439, Florida Statutes, S-B Properties No. 3, Ltd., a Florida limited partnership (the "Partnership"), submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company.

1. The name of the Partnership is S-B Properties No. 3, Ltd., a Florida limited partnership. **A930000000284**

2. The Partnership was created under the laws of the State of Florida on March 12, 1993.

3. The name of the Company is S-B Properties No. 3, LLC, a Florida limited liability company, which was created by the filing of its Articles of Organization with the Secretary of State of the State of Florida on the same date as this Certificate.

4. The effective date of the conversion of the Partnership into the Company shall be the date upon which this Certificate of Conversion to Florida Limited Liability Company shall be filed with the Secretary of State of the State of Florida.

Executed: September 25, 2001



David S. Coia, as authorized representative

01 SEP 25 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF
S-B PROPERTIES NO. 3, LLC**

**ARTICLE I
Name**

The name of the Limited Liability Company is: S-B Properties No. 3, LLC.

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is:

c/o Stephen M. Hudoba
101 East Kennedy Boulevard
Suite 3700
Tampa, Florida 33602


**ARTICLE III
Management**

The Limited Liability Company is to be managed by those Managers elected pursuant to the terms of the company's operating agreement.

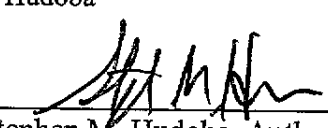
**ARTICLE IV
Registered Office/Registered Agent**

The name of the Limited Liability Company's registered agent is Stephen M. Hudoba and his address is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602.

Having been named 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.


Stephen M. Hudoba

Executed: September 25, 2001


Stephen M. Hudoba, Authorized Agent

RECEIVED BY STATE
OF FLORIDA
SEP 25 2001

01 SEP 25 2001 11:37

APPROVED
AND
FILED