

# The Law Office of Sharon O'Day

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Member of Florida and Maryland Bar

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Phone/Fax: (941) 362-1991

September 20, 2001

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-09/28/01--01031--005  
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Re: Conversion of Financial Strategies of Southwest Florida to a Limited Liability Company

Dear Sir or Madam:

Enclosed please find the following documents for the Florida Limited Liability Company, Financial Strategies of Southwest Florida, L.L.C.:

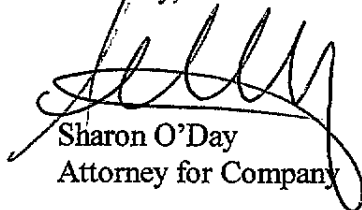
- Certificate of Conversion of Financial Strategies of Southwest Florida;
- Articles of Organization of Financial Strategies of Southwest Florida, L.L.C.; and
- Certificate of Designation of Registered Agent of Financial Strategies of Southwest Florida, L.L.C.

Also enclosed please find a check in the amount of \$150 to cover the Filing Fee for the Articles of Organization, \$25 for the Registered Agent Designation and \$25 for the Certificate of Conversion. A separate check in the amount of \$35 is enclosed for the Certified Copy and Certificate of Status which should be returned to the address below.

The address of the Company is: 3150 South Gate Circle, Sarasota, FL 34239. The telephone number of the Company is (941) 362-3607.

Thank you in advance for your kind assistance in this matter.

Sincerely,

  
Sharon O'Day  
Attorney for Company

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

enclosures: documents (listed above)  
checks (\$150 and \$30)

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**CERTIFICATE OF CONVERSION OF  
FINANCIAL STRATEGIES OF SOUTHWEST FLORIDA, L.L.C.**

Pursuant to Florida Statutes, section 608.439, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida Limited Liability Company.

FIRST: The name of the unincorporated business immediately prior to filing this document was: Financial Strategies of Southwest Florida.

SECOND: The date on which the unincorporated business was first created was January 1, 1997, in the State of Florida.

THIRD: The name of the limited liability company as set forth in the attached articles of organization is: Financial Strategies of Southwest Florida, L.L.C.

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



ARLENE MOORE, Member

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**ARTICLES OF ORGANIZATION OF  
FINANCIAL STRATEGIES OF SOUTHWEST FLORIDA, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be Financial Strategies of Southwest Florida, L.L.C. (Hereinafter "Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is: 3150 South Gate Circle, Sarasota, FL 34239.

**ARTICLE III - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are Arlene Moore, 3150 South Gate Circle, Sarasota, FL 34239.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company shall be managed by one or more Managers, whose identities and terms of office shall be set forth in the written Operating Agreement of the Limited Liability Company.

**ARTICLE V - WRITTEN OPERATING AGREEMENT**

Any operating agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or to otherwise affect the interpretation of, any written agreement of the Limited Liability Company, as amended and in existence from time to time.

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

  
ARLENE MOORE, Member

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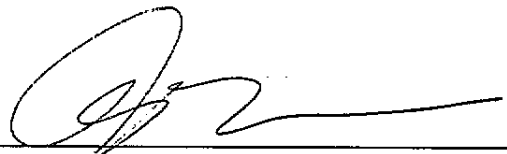
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
FINANCIAL STRATEGIES OF SOUTHWEST FLORIDA, L.L.C.**

Under the provisions of Florida Statute 608, Financial Strategies of Southwest Florida, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is: Financial Strategies of Southwest Florida, L.L.C.
2. The name and street address of the registered agent in Florida are: Arlene Moore, 3150 South Gate Circle, Sarasota, FL 34239.

The undersigned being the person named in the articles of organization of Financial Strategies of Southwest Florida, L.L.C. as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position of registered agent.

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

  
ARLENE MOORE  
Registered Agent

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