

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

LO1000020198

CONTACT: CINDY HICKS
DATE: 11/21/01
REF. #: 0333.3362
CORP. NAME: Verkauf, Bernhisel &
Associates Real Estate, 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 checked="" type="checkbox"/> OTHER: Certificate of Conversion | | |

APPROVE
AND
FILED
01 NOV 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 500769 FOR \$ 55.00
500770 155.00
500004691645-3
-11/21/01--01036--018
****155.00 ****155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:
COST LIMIT: \$
500004691645-3
-11/21/01--01036--019
****155.00 ****155.00

PLEASE RETURN:

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

Examiner's Initials

JB
11-21-01

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 convert to a Florida limited liability company:

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

VERKAUF BERNHISEL PROPERTY PARTNERSHIP

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

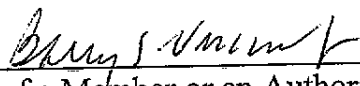
- A. Date: August 5, 1991
- B. Jurisdiction: Florida

THIRD: The name of the limited liability company as set forth in the attached ^{articles} of organization is:

VERKAUF, BERNHISEL & ASSOCIATES REAL ESTATE, LLC

01 NOV 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



Signature of a Member or an Authorized Representative of a Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

BARRY S. VERKAUF

**ARTICLES OF ORGANIZATION
OF
VERKAUF, BERNHISEL & ASSOCIATES REAL ESTATE, LLC**

Article I - Name

The name of the Limited Liability Company is:

Verkauf, Bernhisel & Associates Real Estate, LLC

Article II - Address

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

Suite 305
2919 Swann Avenue
Tampa, FL 33609

Article III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and street address of the registered agent are:

Barry S. Verkauf
Suite 305
2919 Swann Avenue
Tampa, FL 33609

Having been named as registered agent and 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 as provided for in Chapter 608, F.S.


FRANK J. RIEF, III

01 NOV 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Article IV - Management

The Limited Liability Company is to be managed by a manager and the name and address of such manager is Barry S. Verkauf, Suite 305, 2919 Swann Avenue, Tampa, FL 33609.

DATED this 14 day of November, 2001.


BARRY S. VERKAUF

APPROVE
AND
FILED

01 NOV 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA