

ORP DIRECT AGENTS, INC. (formerly CCRS)  
33 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
22-1173

FILING COVER SHEET  
CCT. #FCA-14

**L010000217B7**

CONTACT: CINDY HICKS

DATE: 12-17-01

REF. #: 0687.3835

CORP. NAME: BRANTWOOD ASSOCIATES, LTD. CONVERTING  
TO: BRANTWOOD ASSOCIATES, 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 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                   |

☒ OTHER: CERT OF CONVERSION  
Effective Date 1-1-02

STATE FEES PREPAID WITH CHECK# 501155 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

200004728152--0  
-12/17/01--01035--014  
COST LIMIT: \$ \*\*\*\*180.00 \*\*\*\*180.00

PLEASE RETURN:

- ☒ CERTIFIED COPY      ☐ CERTIFICATE OF GOOD STANDING  
☐ CERTIFICATE OF STATUS

☐ PLAIN STAMPED COPY

Examiner's Initials

*JB*  
*12-17-01*

APPROVED  
AND  
FILED

01 DEC 17 AM 11:48 RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 DEC 17 AM 11:06  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION**

**OF**

**BRANTWOOD ASSOCIATES, LTD.,**  
a Florida limited partnership

A96000002097

**TO**

**BRANTWOOD ASSOCIATES, LLC,**  
a Florida limited liability company

1. The date on which Brantwood Associates, Ltd., a Florida limited partnership was first created, formed or otherwise came into being was November 15, 1996, and the jurisdiction in which such entity was first created, formed or otherwise came into being was Florida.

2. The name of the limited partnership immediately prior to the filing of this Certificate of Conversion is Brantwood Associates, Ltd.

3. The name of the limited liability company as set forth in its Articles of Organization is Brantwood Associates, LLC.

4. The future effective date and time of the conversion to a limited liability company is January 1, 2002 at 12:01 a.m.

The undersigned has made and executed this Certificate of Conversion as of this 13th day of December, 2001.

Kenneth A. Wenzel  
Kenneth A. Wenzel, Authorized Representative

01 DEC 17 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**ARTICLES OF ORGANIZATION FOR  
BRANTWOOD ASSOCIATES, LLC**

**ARTICLE I  
NAME**

The name of the limited liability company is BRANTWOOD ASSOCIATES, LLC (the "LLC").

**ARTICLE II  
MAILING ADDRESS**

The mailing address of the principal office of the LLC is

Brantwood Associates, LLC  
c/o Samuel O. Tilton  
25 Berkeley Street  
Rochester, New York 14607

**ARTICLE III  
STREET ADDRESS**

The street address of the principal office of the LLC is:

Brantwood Associates, LLC  
c/o Samuel O. Tilton  
25 Berkeley Street  
Rochester, New York 14607

**ARTICLE IV  
INITIAL REGISTERED AGENT**

The name and the street address of the initial registered agent of the LLC in the State of Florida are:

APPROVED  
AND  
FILED  
01 DEC 17 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HRAWG CORP. F12984  
1801 N. Military Trail, Suite 200  
Boca Raton, Florida 33431

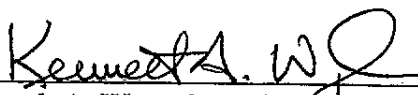
**ARTICLE V  
MANAGEMENT**

The LLC is to be a manager-managed company.

**ARTICLE VI  
EFFECTIVE DATE**

The delayed effective time and date of the commencement of the limited liability company's existence shall be 12:01 A.M. on January 1, 2002.

The undersigned has made and executed these Articles of Organization as of this 13th  
day of December, 2001.

  
Kenneth A. Wenzel, Authorized Representative

APPROVED  
AND  
FILED  
01 DEC 17 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

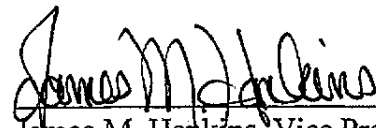
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is BRANTWOOD ASSOCIATES, LLC.
2. The name and the Florida street address of the registered agent and office are:

HRAWG CORP.  
1801 N. Military Trail, Suite 200  
Boca Raton, Florida 33431

*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, the undersigned hereby 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 its duties, and it is familiar with and accept the obligations of its position as registered agent.*

HRAWG CORP.

By:   
James M. Hankins, Vice President

FLADOCs:89309\_1 (1WWT01)

APPROVED  
AND  
FILED  
01 DEC 17 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA