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DONNA DANZ
P. O. BOX 837
BAGDAD, FL 32530

(Mailing
address)

Phone:

850-626-4259

Physical Address

6693 Dalisa

Milton, FL 32583

Request taken by: thampton
01-23-2002

LR2/7

The forms you recently requested from this office are:

- (1) 102. FL LLC
- (1) 622. Cert. of Conversion/FL LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -4 PM 3:45

Should you have any questions or need any further information,
please contact us at the address below:

Division of Corporations - P.O. BOX 6327 - Tallahassee FL 32314

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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 document was:

Rock'n DW Ranch L.L.C.


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

- A. Date: 3/16/1999
- B. Jurisdiction: Missouri
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: Missouri

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

Rock'n DW Ranch L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB - 11 PM 3:45


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.)

Donna L. Danz

Typed or Printed Name of Signee

FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Rock'n DW Ranch L.L.C.

ARTICLE II - Address:

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

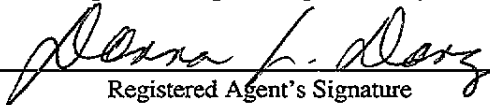
6693 Dalisa Road
Milton, Florida 32583

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

The name and the Florida street address of the registered agent are:

Donna L. Danz
Name
6693 Dalisa Road
Florida street address (P.O. Box NOT acceptable)
Milton, FL 32583
City, State, and Zip

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..


Registered Agent's Signature

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)


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.)

Donna L. Danz
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -4 PM 3:05