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March 13, 2002

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The Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

**Re: Consumers Choice Home Improvements Partnership
Conversion to Consumers Choice Home Improvements LLC**

Dear Sir or Madam:

Enclosed is the executed Certificate of Conversion of Consumers Choice Home Improvements Partnership with attached Articles of Organization, to effect the conversion to a limited liability company.

Also enclosed is our check in the amount of \$155.00, made up as follows:

Filing fee for Articles of Organization	\$100.00
Registered Agent Designation	25.00
Certificate of Conversion	25.00
Certificate of Status	5.00
Total	<u>\$155.00</u>

FILED
02 MAR 15 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If you have any questions, or require additional documentation, please call me. Thank you for your assistance.

Sincerely yours,

JOHN F. FREEBORN

JFF:ss:20829
Enclosures

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:

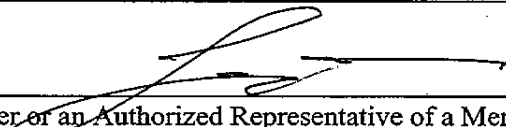
Consumers Choice Home Improvements Partnership

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

- A. Date: 12/17/98
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: _____

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

Consumers Choice Home Improvements LLC



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.)

Sol Minc

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.)

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02 MAR 15 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Consumers Choice Home Improvements, LLC

ARTICLE II - Address:

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

1367 Highland Avenue
Dunedin, Florida 34698

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

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

Aaron Shohan

Name

1367 Highland Avenue

Florida street address (P.O. Box **NOT** acceptable)

Dunedin FL 34698

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.

[Signature]
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, therefore, a manager - managed company.

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

[Signature]
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.)

Soi Minc

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)

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TALLAHASSEE, FLORIDA