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July 9, 2002

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-07/10/02--01027--005
****150.00 ****150.00

Re: LT Farm, L.L.C.

Dear Sir or Madam:

I enclose the following documents with regard to the formation of the above referenced LLC:

1. Articles of Organization
2. Certificate of Designation of Registered Agent/Registered Office
3. Certificate of Conversion to a Limited Liability Company
4. Check number 2695 in the amount of \$150.00

Please send all correspondence relating to LT Farm, L.L.C. to the attention of the limited liability company's Registered Agent as follows:

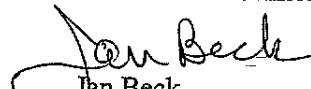
Michael N. Schneider, Esq.
Ansbacher & Schneider, P.A.
P.O. Box 551260
Jacksonville, FL 32255-1260

AL

If you need anything further, please call me at (904) 296-0100.

Very truly yours,

Ansbacher & Schneider, P.A.


Jan Beck
Legal Assistant

/jb
Enclosures
020585.04

**CERTIFICATE OF CONVERSION TO A
LIMITED LIABILITY COMPANY OF
LT FARM, L.L.C.**

Pursuant to Section 608.439 of the 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.

ARTICLE I

The name of the unincorporated business immediately prior to filing this document was Louis E. Black, a sole proprietorship, trading and doing business as LT Farm.

ARTICLE II

Louis E. Black formed the sole proprietorship in the State of Florida on April 22, 2002. It is his intent to convert the sole proprietorship to a limited liability company.

ARTICLE III

Louis E. Black, a sole proprietorship, trading and doing business as LT Farm, after conversion to a limited liability company, shall be known as LT Farm, L.L.C. The effective date of the conversion to a limited liability company shall be on filing of the Certificate of Conversion.

ARTICLE IV

All property, real, personal, and mixed, including that certain real property described as:

See Exhibit A attached.

and all debts due to such other entity, as well as all other things and causes of action belonging to such other entity, shall be vested in the domestic limited liability company and shall thereafter be the property of the domestic limited liability company as they were of the other entity that has converted.

IN WITNESS WHEREOF, this Certificate of Conversion to a limited liability company has been duly executed.



Michael N. Schneider,
Authorized Representative

FILED
JUL 10 11 09:34
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

EXHIBIT A

PARCEL 1: Part of Section 29, Township 2 North, Range 25 East, Nassau County, Florida, being more particularly described as follows: Commence at the Southeast corner of the aforesaid Section 29, Township 2 North, Range 25 East and run North 2 degrees, 43 minutes West along the line between Sections 28 and 29 for 1,131.30 feet; thence South 87 degrees, 17 minutes West for 421.73 feet to the POINT OF BEGINNING. Thence continue South 87 degrees, 17 minutes West for 318.27 feet, thence North 3 degrees, 28 minutes, 18 seconds West for 237.70 feet, thence North 1 degree, 33 minutes, 18 seconds West for 188 feet more or less to the intersection with a line bearing South 87 degrees, 17 minutes West and is 770 feet distance from the line dividing Sections 28 and 29; thence North 67 degrees, 17 minutes East for 555 feet; thence South 2 degrees, 43 minutes East for 100 feet; thence South 07 degrees, 17 minutes West for 221.73 feet; thence South 4 degrees, 43 minutes, 14 seconds East for 328.70 feet to the POINT OF BEGINNING, containing 3.715 acres.

Said Property is unimproved and contains no dwelling or residence.

PARCEL 2: Part of Section 29, Township 2 North, Range 25 East, Nassau County, Florida described as follows: Commence at the intersection of the line between Sections 28 and 29, Township 2 North, Range 25 East, with the Southerly right-of-way line of State Road No. 115 (100 foot right-of-way); thence run South 02 degrees, 43 minutes East along the line between said Section 28 and 29 for 364.12 feet; thence south 87 degrees, 17 minutes West for 419.72 feet to the POINT OF BEGINNING. Thence continue South 87 degrees, 17 minutes West for 290 Feet, more or less, to the Easterly right-of-way line of Cushing Creek (formerly Cross Swamp); thence Northwesterly along aforesaid right-of-way line for 426 feet more or less to the Southerly right-of-way line of State Road No. 115 (100 foot right-of-way); thence North 86 degrees, 44 minutes, 42 seconds East for 28 feet to the P.C. of a curve having a radius of 1,860.08 feet; thence South 88 degrees, 50 minutes, 48 seconds East a chord distance of 293.31 feet; thence South 02 degrees, 43 minutes East for 439.39 feet to the POINT OF BEGINNING.

PARCEL 3: Part of Section 29, Township 2 North, Range 25 East, Nassau County, Florida described as follows: Commence at the intersection of the line between Sections 28 and 29, Township 2 North, Range 25 East, with the Southerly right-of-way line of State Road No. 115 (100 foot right-of-way); thence run South 02 degrees 43 minutes East along the line between said Sections 28 and 29 for 364.12 feet; thence South 87 degrees, 17 minutes West for 211 feet to the POINT OF BEGINNING; thence continue South 87 degrees, 17 minutes West for 208.72 feet; thence North 02 degrees, 43 minutes West for 439.39 feet to the Southerly right-of-way line of State Road No. 115 (100 foot right-of-way); thence South 81 degrees; 16 minutes, 48 seconds East, a chord distance of 209.87 feet (having a radius of 1,860.08 feet); thence South 02 degrees, 43 minutes East for 417.44 feet to the POINT OF BEGINNING.