

L02000022372

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

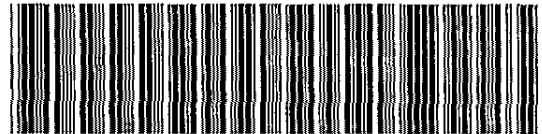
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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a Wolters Kluwer business

CT

1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel

850 222 7615 fax

www.ctlegalsolutions.com

September 8, 2006

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
06 SEP -8 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6727722 SO
Customer Reference 1: 44222-3
Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

CJ3, LLC (FL)
Conversion
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to the attention of the undersigned.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jennifer Murphy
Fulfillment Specialist
jennifer.murphy@wolterskluwer.com

**CERTIFICATE OF CONVERSION
OF
CJ3, LLC
(A Florida limited liability company)
INTO
CJ3 CHARTER, LLC
(A Delaware limited liability company)**

FILED
06 SEP -8 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This CERTIFICATE OF CONVERSION has been duly executed and is being filed by the undersigned in accordance with the provisions of Section 608.4403 of the Florida Limited Liability Company Act, for the purpose of effecting a conversion under the Florida Limited Liability Company Act, as follows:

1. Name of the Converting Entity. The name of the converting entity immediately prior to the filing of this Certificate of Conversion was CJ3, LLC (the "Converting Entity"). The Converting Entity was originally organized as limited liability company under the laws of the State of Florida on August 29, 2002 and existed as such immediately prior to the filing of this Certificate of Conversion.

2. Name of the "Other Business Entity". The name of the limited liability company into which the Converting Entity will convert shall be CJ3 Charter, LLC (the "Converted Entity").

3. Entity Type, Jurisdiction of "Other Business Entity". The Converted Entity is a limited liability company organized under the laws of the State of Delaware.

4. Conversion. The Converting Entity has been converted into and continues in existence as the Converted Entity in compliance with Chapter 608 of the Florida Limited Liability Company Act, and the conversion complies with the statute or applicable law governing the Converted Entity.

5. Approval of Plan of Conversion. The Plan of Conversion (the "Plan") has been duly adopted and approved by the Converting Entity in accordance with Chapter 608 of the Florida Limited Liability Company Act.

6. Effective Date. The conversion was effective under the laws governing the Converted Entity and shall be effective in the State of Florida as of the date of the filing of this Certificate of Conversion.

7. Principal Office of "Other Business Entity". The principal office address of the Converted Entity under the laws of the State of Delaware in which such entity was organized is [1717 Main Street, Suite 900, Dallas, Texas 75201].

8. Appointment of Florida Secretary of State as Agent for Service of Process. The Converted Entity appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the Converting Entity, including any appraisal rights of its members under Sections 608.4351-608.43595 of the Florida Limited Liability Company Act, and

1717 Main Street, Suite 900, Dallas, Texas 75201 may be used by the Florida Department of State for purposes of Section 48.181 of the Florida Limited Liability Company Act.

9. Payment of Appraisal Rights. The Converted Entity has agreed to pay to any members having appraisal rights the amount to which such members are entitled under Sections 608.4351-608.43595 of the Florida Limited Liability Company Act.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of September 6, 2006.

CJ3, LLC

By: 

James R. Thompson,
Sole Member

Dallas_1\4484719\2
44222-3 9/5/2006