

L03000028566

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

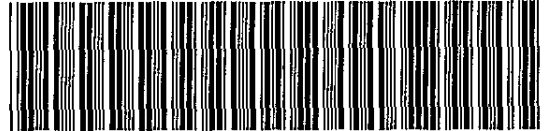
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Handwritten signature*

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DEPT. OF STATE  
TALLAHASSEE, FLORIDA

CT CORPORATION

August 1, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 5906190 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

MRA Rancho Vista, LLC (FL)  
Misc - Domestic LLC Filing - Certificate of Conversion from a California LLC to  
a Florida LLC  
Florida

MRA Rancho Vista, LLC (FL)  
Formation  
Florida

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

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

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**CT CORPORATION**

Sincerely,

Ashley A Mitchell  
Fulfillment Specialist  
Ashley\_Mitchell@cch-lis.com

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03 AUG -4 PM 2:17  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**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:

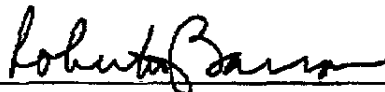
MRA RANCHO VISTA, LLC

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

- A. Date: MARCH 13, 2001
- B. Jurisdiction: CALIFORNIA
- 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:

MRA RANCHO VISTA, 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.)

ROBERT W. BARRON, Authorized Representative

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  
OF  
MRA RANCHO VISTA, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

**ARTICLE I**

**NAME**

The name of the Company is MRA RANCHO VISTA, LLC.

**ARTICLE II**

**ADDRESS**

The mailing address and the street address of the principal office of the Company is c/o Millennium Realty Advisors, 900 SE 3<sup>rd</sup> Avenue, #201, Fort Lauderdale, Florida 33316

**ARTICLE III**

**INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the initial Registered Agent of the Company is BSPA Corporate Services, Inc. at 350 East Las Olas Boulevard, Suite 1000, Fort Lauderdale, Florida 33301.

**ARTICLE IV**

**MANAGEMENT**

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

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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.

Dated: August 1, 2003

Robert W. Barron  
ROBERT W. BARRON, Authorized  
Representative of Member

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

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, Florida Statutes.

**BSPA CORPORATE SERVICES, INC.**  
Initial Registered Agent

Dated: August 1, 2003

By: Robert W. Barron  
ROBERT W. BARRON, Vice President