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(Document Number)

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Certificates of Status

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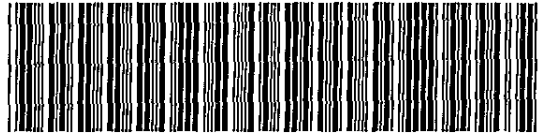
10/6 FL LC/Conv

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CLERK OF STATE
TALLAHASSEE FLORIDA

KRASNY AND DETTMER
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ATTORNEYS AND COUNSELORS AT LAW

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MEDIATOR-ARBITRATOR

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†ALSO CERTIFIED PUBLIC ACCOUNTANT

[◇]ADMITTED COLORADO BAR

October 2, 2003

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

Re: Hallac Properties, LLC

Dear Sir/Madam:

Enclosed please find the following documents for filing:

1. Certificate of Conversion
2. Articles of Organization for Hallac Properties, LLC


I also enclose this firm's trust account check made payable to the Florida Department of State in the amount of \$180.00 to cover the following costs:

Filing Fee	\$ 100.00
Registered Agent Fee	\$ 25.00
Certificate of Conversion Fee	\$ 25.00
Certified Copy of Filing Fee	<u>\$ 30.00</u>
	\$ 180.00

Upon completion, please forward the certified copy to the undersigned in the self-addressed envelope provided. If you have any questions, please feel free to call. Thank you for your assistance in this matter.

Very truly yours,

KRASNY AND DETTMER


Melissa Edwards, Legal Assistant
To Dale A. Dettmer

/me
Enclosures

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TALLAHASSEE, FLORIDA

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:

1.0 The name of the unincorporated business immediately prior to the filing of this Certificate of Conversion was **Ralph R. Hallac and David E. Hallac**, a Florida general partnership ("Partnership").

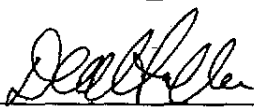
2.0 **Ralph R. Hallac and David E. Hallac**, a Florida general partnership, was first created, formed or otherwise came into being on September 8, 2003 pursuant to the laws of the state of Florida.

3.0 The name of the limited liability company as set forth in its Articles of Organization filed in accordance with Section 608.407, Florida Statutes, is **Hallac Properties, LLC**, a Florida limited liability company.

4.0 The effective date of the conversion of the Partnership to a limited liability company shall be the date when filed in the Office of the Florida Secretary of State.

5.0 Pursuant to the provisions of Section 608.439, Florida Statutes, fee simple title to the real property described in that certain Warranty Deed recorded in Official Records Book 5050, Page 1864, Public Records of Brevard County, Florida shall hereafter be vested in Hallac Properties, LLC, a Florida limited liability company. All other real and personal property that may be owned by or in the name of Ralph R. Hallac and David E. Hallac is not included in the property of the Partnership and does not, upon the conversion herein described, become property of the limited liability company.

Date: October 1, 2003



David E. Hallac, 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.)

**ARTICLES OF ORGANIZATION
OF
HALLAC PROPERTIES, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

1.0 NAME.

The name of the Limited Liability Company is **HALLAC PROPERTIES, LLC.**

2.0 ADDRESS.

The mailing address and street address of the principal office of the Limited Liability Company is 430 Third Avenue, Indialantic, Florida 32903.

3.0 REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE.

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

David E. Hallac
430 Third Avenue
Indialantic, Florida 32903

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.



David E. Hallac

THIS INSTRUMENT PREPARED BY:
DALE A. DETTMER, ESQ.
304 S. Harbor City Boulevard, Suite 201
Melbourne, Florida 32901
(321) 723-5646
Florida Bar Number: 172988

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TALLAHASSEE FLORIDA

4.0 MEMBERS.

The initial members of this limited liability company shall be David E. Hallac and Ralph R. Hallac.

5.0 MANAGEMENT.

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

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 1 day of October, 2003.



David E. Hallac, Member