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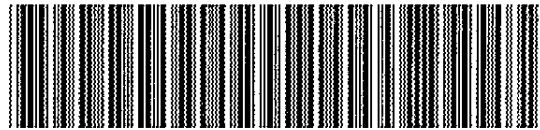
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Dixon and Associates Architects

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE
- _____ Art of Inc. File _____
 - _____ LTD Partnership File _____
 - _____ Foreign Corp. File _____
 - ☒ L.C. File Conversion
 - _____ Fictitious Name File _____
 - _____ Trade/Service Mark _____
 - _____ Merger File _____
 - _____ Art. of Amend. File _____
 - _____ RA Resignation _____
 - _____ Dissolution / Withdrawal _____
 - _____ Annual Report / Reinstatement _____
 - _____ Cert. Copy _____
 - ☒ Photo Copy _____
 - _____ Certificate of Good Standing _____
 - _____ Certificate of Status _____
 - _____ Certificate of Fictitious Name _____
 - _____ Corp Record Search _____
 - _____ Officer Search _____
 - _____ Fictitious Search _____
 - _____ Fictitious Owner Search _____
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 - _____ UCC 1 or 3 File _____
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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:

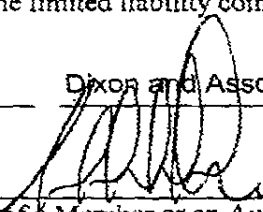
Dixon and Associates Architects

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

- A. Date: Aug 1990
- 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:

Dixon and Associates Architects, LC


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.)

Gerald D. Dixon

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
DIXON AND ASSOCIATES ARCHITECTS, LC**

The Undersigned, for the purpose of forming a professional limited liability company, pursuant to Chapter 608 and Chapter 621, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

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ARTICLE I

Name

The name of the Florida Professional Limited Liability Company shall be: DIXON AND ASSOCIATES ARCHITECTS, LC (hereafter "Company").

ARTICLE II

Address

The principal office of the Company and the mailing and street address shall be:

45 Cordova Street
St. Augustine, Florida 32084

ARTICLE III

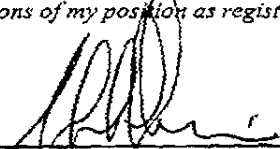
Registered Agent; Registered Office; & Registered Agent's Signature

The name of the initial registered agent shall be Gerald D. Dixon and the Florida street address as follows:

45 Cordova Street
St. Augustine, Florida 32084

Certification of Registered Agent:

Having been named as registered agent and to accept service of process for DIXON AND ASSOCIATES ARCHITECTS, LC 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, Fla. Stat.



Gerald D. Dixon - Registered Agent

DIXON AND ASSOCIATES ARCHITECTS, LC

ARTICLE IV

Professional Limited Liability Company Purpose

The Company has been organized as a Florida Professional Limited Liability Company for the purpose of rendering professional architectural services, and any other such business as may be lawful initiated by the Manager in accordance with the Operating Agreement.

The Company may exercise all powers necessary or reasonably connected with the Company's business which may be legally exercised by a professional limited liability company under Chapter 608 and Chapter 621 of the Florida Statutes.

Furthermore, the Company may engage in all activities necessary, customary, convenient or incident to any of the forgoing.

ARTICLE V

Management & Members

The Company is a member-managed company which is to be managed by the members in accordance with the Operating Agreement. At any time when there is more than one member, any one member may take any action permitted to be taken by a member in accordance with the Operating Agreement and applicable law. The name and address of the initial Member shall be:

Gerald D. Dixon
45 Cordova Street
St. Augustine, Florida 32084

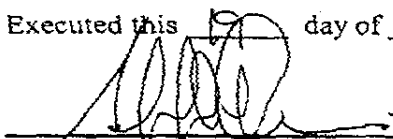
ARTICLE VI

Effective Date

The effective date shall be December 19, 2003

IN WITNESS WHEREOF, the undersigned, an authorized representative for the Company, has made and subscribed the forgoing Articles of Organization for **DIXON AND ASSOCIATES ARCHITECTS, LC** at St. Augustine, Florida, and attests the facts stated herein are true and correct.

Executed this 19 day of DECEMBER, 2003,



Gerald D. Dixon, Member-Manager

DIXON AND ASSOCIATES ARCHITECTS, LC