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STATE OF ARIZONA
DEPARTMENT OF REVENUE
04 FEB 13 PM 12:59

LR02/13/04

Lloyd E. Peterson, Jr., P.A.
ATTORNEY AT LAW

905 SW Baya Drive
Lake City, Florida 32025

Phone: (386) 961-9959
Fax: (386) 961-9956

January 4, 2004

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

W04-3457

RE: Filing of Profit LLC
GEORGE CONSTRUCTION, LLC

Dear Gentleman/Madame:

Enclosed is an original and one copy of the Articles of Organization, Designation of Resident Agent, and Certificate of Conversion. Also enclosed is a check in the amount of \$180.00, which represents the following:

- | | |
|--|----------|
| 1. Filing of the Articles of Organization | \$100.00 |
| 2. Filing of the Designation of Resident Agent | \$ 25.00 |
| 3. Certified Copy of the Articles | \$ 30.00 |
| 4. Certificate of Conversion | \$ 25.00 |

Please return the certified copies to this office after the filing of these documents. If you need anything further, please feel free to contact me.

Sincerely,



Lloyd E. Peterson, Jr.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 27, 2004

LLOYD E. PETERSON, JR.
ATTORNEY AT LAW
905 SW BAYA DRIVE
LAKE CITY, FL 32025

SUBJECT: GEORGE CONSTRUCTION, LLC
Ref. Number: W04000003457

We have received your document for GEORGE CONSTRUCTION, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 304A00005459

04 FEB 13 PM 12:59
DIVISION OF CORPORATIONS

Resubmitting 2/6/04

CERTIFICATE OF CONVERSION

In pursuance 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: GEORGE CONSTRUCTION.

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

- A. Date: 2000
- B. Jurisdiction: Columbia County, Florida

Third, the name of the Limited Liability Company as set forth in the attached Articles of Organization is: GEORGE CONSTRUCTION, LLC.


LUCIOUS GEORGE, President

FILED
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**ARTICLES OF ORGANIZATION
OF
GEORGE CONSTRUCTION, LLC**

The undersigned subscribers to these Articles of Organization, a natural person to contract, hereby form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Limited Liability Company is: GEORGE CONSTRUCTION, LLC.

ARTICLE II. NATURE OF BUSINESS

This Limited Liability Company may engage in any activity of business permitted under the laws of The United States and of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

The period or duration of this Limited Liability Company shall have perpetual existence.

ARTICLE IV. POWER

This Limited Liability Company is authorized and empowered to do all things necessary to carry on and accomplish the purposes for which it is organized and chartered, subject only to the limitations imposed by the Articles of the Organization and Bylaws of GEORGE CONSTRUCTION, LLC, including all authority and power granted by Florida Law.

ARTICLE V. PURPOSE

This Limited Liability Company is organized and shall be operated exclusively for the purpose of transacting any or all lawful business.

ARTICLE VI. MEMBERSHIP INTEREST

Contributions: Initial capital contributions shall be set forth in the Operating Agreement of the Limited Liability Company. No member shall have any personal liability for any debt, obligation or liability of the company other than for full payment of his or her capital contribution. No member shall be entitled to interest on the capital contribution. Member voting rights shall be in proportion to the amount of their contribution.

Profits & Losses: The profits and losses of the business, and all other taxable or deductible

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04 FEB 13 PM 11:55

items shall initially be allocated to the members according to the following percentages:

LUCIOUS GEORGE	80 %
BERNARD GEORGE	10%
ANTHONY GEORGE, JR.	10%

Distributions: The company shall have the power to make distributions to its members in such amounts and at such intervals as a majority of the members deem appropriate according to law.

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new stock of this Limited Liability Company of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered of this Limited Liability Company is: 395 NE Fronie Street, Lake City, Florida 32055; and the name of the initial registered agent of this Limited Liability Company at that address is: LUCIOUS GEORGE.

ARTICLE IX. PRINCIPAL PLACE OF BUSINESS

The address of the principal place of business of this Limited Liability Company is: 395 NE Fronie Street, Lake City, Florida 32055.

ARTICLE X. MANAGEMENT

This Limited Liability Company shall have two managers initially and is, therefore, a manager-managed company. The names and addresses of those persons who shall act as managers of this Limited Liability Company until the assignment of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LUCIOUS GEORGE	395 NE Fronie Street, Lake City, FL 32055

ARTICLE XI. ORGANIZER

The name and address of the person signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
LUCIOUS GEORGE	395 NE Fronie Street, Lake City, Florida 32055

04 FEB 13 PM 12: 59 55
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DIVISION OF CORPORATIONS

ARTICLE XII. AMENDMENT

These Articles of Organization may be amended in the manner provided by the laws of the State of Florida and the Articles of Organization and Bylaws of the GEORGE CONSTRUCTION, LLC.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Organization on 8 day of January, 2004.

Signed, sealed and delivered
in the presence of:

Paije B Sessom
Marsha B Ward

Lucious George
LUCIOUS GEORGE

STATE OF FLORIDA
COUNTY OF COLUMBIA

BEFORE ME, the undersigned authority, personally appeared, LUCIOUS GEORGE, personally known to me/or who produced FLDL as identification to be the person described herein as subscriber(s) and who executed the foregoing Articles of Organization. WITNESS my hand an official seal at Lake City, Columbia County, Florida on this 8 day of January, 2004.

Marsha B Ward
Notary Public
Print Name: marsha B Ward
My Commission Expires: 3-9-04

(SEAL)



04 FEB 13 PM 12:59
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**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR LIMITED LIABILITY COMPANY**

In pursuance to Chapter 608, Florida Statutes, the following is submitted in compliance with said Act.

First, that R. GEORGE CONSTRUCTION, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Organization at the City of Lake City, Florida, has named LUCIOUS GEORGE, 395 NE Fronie Street, Lake City, Florida 32055, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named 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 said Act.


LUCIOUS GEORGE

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