

L04000026536

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

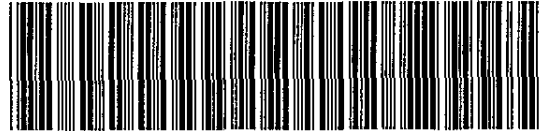
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04 APR - 6 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 APR - 7 PM 12:41
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 552646 80690A

AUTHORIZATION : *Patricia Piquero*

COST LIMIT : \$ 180.00

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04 APR 7 AM 9:46
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ORDER DATE : April 7, 2004

ORDER TIME : 11:05 AM

ORDER NO. : 552646-010

CUSTOMER NO: 80690A

CUSTOMER: Evan D. Seif, Esq
Breier And Seif, P.a.
Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

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DOMESTIC AMENDMENT FILING

NAME: SCREP #1

AA FILE 2nd AA

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION AND ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER'S INITIALS: _____

CERTIFICATE OF CONVERSION

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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: Srep #1, A Florida General Partnership

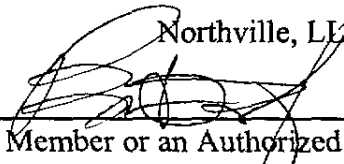
SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: May 12, 1978
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A

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THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

Northville, 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.)

Evan D. Seif Esq. 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 A
FLORIDA LIMITED LIABILITY COMPANY

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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 this limited liability company is:

Northville, LLC

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ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is 2800 Ponce De Leon Boulevard, Suite 1125, Miami, Florida 33134.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company is EVAN D. SEIF. The street address of the initial Registered Agent Office is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE IV - MANAGEMENT

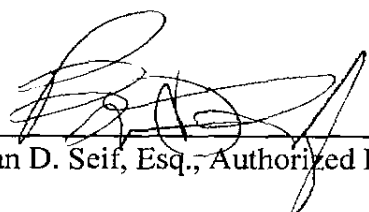
The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the unanimous written consent of all of the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 6 day of April, 2004.

By: _____

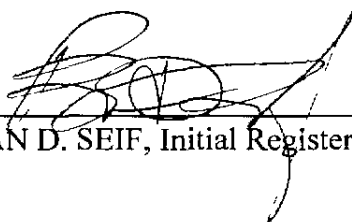

Evan D. Seif, Esq., Authorized Representative

(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).

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of Northville, LLC, as made in the foregoing Articles of Organization, and agree to act in such 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 the initial Registered Agent of Northville, LLC.

Date: April 6, 2004.



EVAN D. SEIF, Initial Registered Agent