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2004 JUN 22 PM 1:15  
TALLAHASSEE, FLORIDA

J. BRYAN JUN 23 2004

**STEVEN H. SHULMAN, P. A.**

*Attorney at Law*

*2000 Glades Road  
Suite 410  
Boca Raton, Florida 33431*

STEVEN H. SHULMAN

*Telephone: (561) 394-0088  
Facsimile: (561) 394-0082*

June 18, 2004

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

**Re: Heart Investments, LLC  
Our File No. 203.310**

Dear Madam/Sir:

Enclosed for filing, please find a Certificate of Conversion and Articles of Organization of Heart Investments LLC along with my check in the amount of \$150.00 representing the total fees involved in the conversion as referenced above. Please adjust your records accordingly.

If you have any questions with respect to the enclosed documents or the contents of this letter, please feel free to contact me.

Very truly yours,

STEVEN H. SHULMAN, P.A.

By: 

Steven H. Shulman, Esquire  
For the firm

SHS/sa

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:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

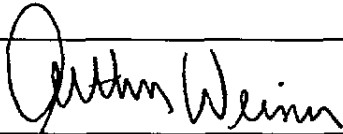
HEART INVESTMENTS, a Florida General Partnership

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 5, 1995
- B. Jurisdiction: Palm Beach County, 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:

HEART INVESTMENTS 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.)

ARTHUR WEINER

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 HEART INVESTMENTS  
LIMITED LIABILITY COMPANY**

The undersigned, being all of the members of **HEART INVESTMENTS, LLC**, and being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I — Name:**

The name of the limited liability company (hereinafter referred to as the "Company") is "**HEART INVESTMENTS LLC.**"

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Company is:

**HEART INVESTMENTS, LLC  
13489 Military Trail  
Delray Beach, Florida 33484**

**ARTICLE III — Registered Agent:**

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

**STEVEN H. SHULMAN, ESQ.  
2000 Glades Road  
Suite 410  
Boca Raton, Florida 33431**

**ARTICLE IV — Management:**

The Company is to be managed by the members.

**ARTICLE V — Limitation on Agency Authority of Members:**

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

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ALLIANCE, FLORIDA

**ARTICLE VI – Operating Agreement**

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

IN WITNESS WHEREOF, We have signed these Articles of Organization and acknowledged them to be our act this 15<sup>th</sup> day of June, 2004.

  
\_\_\_\_\_  
ARTHUR WEINER

  
\_\_\_\_\_  
MARK GARDNER

  
\_\_\_\_\_  
MARK FISHER

  
\_\_\_\_\_  
ERIC LIEBERMAN

**STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT**

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
\_\_\_\_\_  
STEVEN H. SHULMAN, Registered Agent