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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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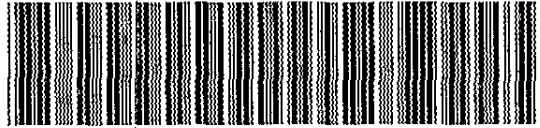
(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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CUMMINGS & LOCKWOOD LLC

Marve Ann M. Alaimo
Board Certified Wills, Trusts
& Estates Lawyer and Master
of Laws in Estate Planning

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239.947.8811 Phone
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August 20, 2004

Via Federal Express

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Edwin Mullens, III Investment Company / EMICO, LLC

Dear Sir or Madam:

Enclosed please find the following documents for filing:

1. *Certificate of Conversion* of general partnership to limited liability company.
2. *Articles of Organization* of EMICO, LLC.

Also enclosed is our firm check for the necessary filing fees of \$150, plus the \$30 certified copy fee. Please file these in your usual manner and remit the certified copy to us in the enclosed return envelope.

Very truly yours,


Marve Ann M. Alaimo

Enclosures

cc: Mrs. Fran Mullens
Ms. Mildred Mullens Vance
Floyd Melton, Esq.

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04 AUG 24 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION

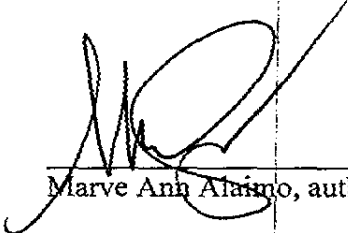
Pursuant to Section 608.439 of the Florida Statutes, following unincorporated business entity hereby submits the attached Articles of Organization and this certificate of conversion to convert to a Florida limited liability company:

1. The name of the unincorporated business entity immediately prior to the filing of this document was the **EDWIN MULLENS, III INVESTMENT COMPANY**. This entity was also known as **EMICO**.

2. The unincorporated business entity was first formed on November 1, 1967 as a Mississippi General Partnership.

3. After the filing of this document, the entity shall become a Florida limited liability company to be known as **EMICO, LLC**, as set forth in the attached Articles of Organization.

Dated this 20th day of August, 2004.


Marve Ann Alaimo, authorized agent

(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.)

04 AUG 24 PM 12:00
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY

OF

EMICO, LLC

ARTICLE I
Name

The name of this Limited Liability Company is **EMICO, LLC** (the "Company").

ARTICLE II
Address

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

Box 307
Lyon, Mississippi 38645

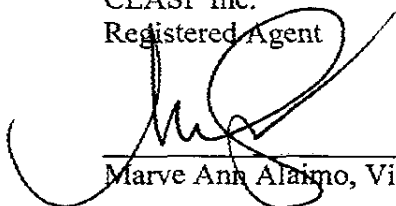
ARTICLE III
Registered Office and Agent

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

CLASP Inc.
3001 Tamiami Trail North, 4th Floor
Naples, Florida 34103

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, F.S.

CLASP Inc.
Registered Agent


Marve Ann Alaimo, Vice President

CLERK OF CIRCUIT
TALLAHASSEE, FLORIDA

04 AUG 24 PM 12:00

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ARTICLE IV
Duration

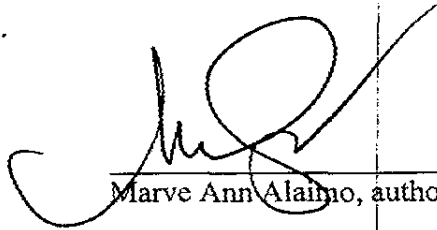
The period of duration for the Company is perpetual.

ARTICLE V
Management

The Company is to be managed by one or more managers. The names and addresses of the initial manager of the Company is as follows:

Frances W. Mullens
Box 307
Lyon, Mississippi 38645

Dated this 20th day of August, 2004.



Marve Ann Alaimo, authorized agent

(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.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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