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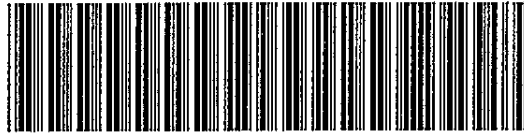
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Freedom Circle, LLC

(Name of Limited Liability Company)

The enclosed Articles of Organization and Fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following: *(include Certified copy)*

Joseph M. Abbate

(Name of Person)

Freedom Circle, LLC

(Firm/Company)

5681 SW 58th Pl

(Address)

South Miami, FL 33143

(City/State and Zip Code)

For further information concerning this matter, please call:

Joseph M. Abbate

(Name of Person)

at (305) 662-1326

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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:
Freedom Circle, LLC

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

- A. Date: September 16, 2003
- B. Jurisdiction: State of Nevada
- 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:

Freedom Circle, LLC

Joe M. Abbate

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.)

Joseph M. Abbate

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.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

**ARTICLES OF ORGANIZATION
OF
FREEDOM CIRCLE, LLC**
A Florida Limited Liability Company

Article I

NAME

The name of the Limited Liability Company is Freedom Circle, LLC (the "Limited Liability Company").

Article II

ADDRESS

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

5681 Southwest 58th Place, South Miami, Florida (33143)

Article III

REGISTERED AGENT & REGISTERED OFFICE

The name and the Florida street address of the registered agent are: Joseph M. Abbate, 5681 SW 58th Place, South Miami, Florida 33143.

Article IV

MANAGEMENT

The Company shall be managed by Manager(s). The name and address of the initial Manager is:

<u>Title</u>	<u>Name</u>	<u>Address</u>
MGR	J. Abbate	5681 SW 58 th Pl, South Miami, FL 33143

Article V

PURPOSE

The Limited Liability Company is organized for the purpose of engaging in any lawful activity, within or without the State of Florida.

Article VI

DISSOLUTION DATE

The Limited Liability Company is to have a perpetual existence.

Article VII

RIGHT OF REMAINING MEMBERS

The remaining members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event, which terminates the continued membership of a member in the Company.

SECRET
STATE OF FLORIDA
TALLAHASSEE

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Article VIII

SIGNATURE OF ORGANIZER(S)

The name(s) and address(es) of the organizer(s) executing the articles:

Name

Address

Joseph M. Abbate

5681 SW 58th Pl, South Miami, FL 33143

Joe M. Abbate

Organizer Signature

September 8, 2004

ACKNOWLEDGEMENT

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, Florida Statutes.

Joe M. Abbate

Signature of Resident Agent