

LO4 0000 9 3308

(Requestor's Name)

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(City/State/Zip/Phone #)

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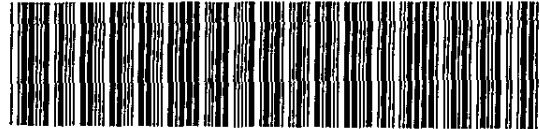
(Business Entity Name)

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U.S. DEPARTMENT OF COMMERCE

U.S. DEPARTMENT OF COMMERCE
C. 00017 PM 1:53
U.S. DEPARTMENT OF COMMERCE

12/27
CMOS

Harry A. Jones
Attorney at Law
Certified Public Accountant (Ga.)
hjones009@bellsouth.net

4420 S. Washington Avenue
Titusville, Florida 32780
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REPLY TO:
() Titusville
() Melbourne

1901 S. Harbor City Blvd.
Suite 500
Melbourne, Florida 32901
(321) 433-3776
Fax: (321) 723-4092

December 13, 2004

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: Certificate of Conversion and Articles of Organization of
FLP #1, L.L.C.

Dear Sir/Madam:

Enclosed find an original and one copy of Certificate of Conversion and Articles of Organization for the above-captioned Limited Liability Company, together with check in the sum of \$150.00 (\$25.00 for the Certificate of Conversion and \$125.00 for the Articles of Organization) to cover your filing fees.

Please stamp the copy of the Certificate of Conversion and Articles of Organization with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

Harry A. Jones

HAI/re
Enc.

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FL
DEC 17 PM 1:51

CERTIFICATE OF CONVERSION

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity formerly doing business as a General Partnership 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:

SIMPKINS FAMILY PARTNERSHIP, LTD.
AND
SHERIFF FAMILY PARTNERSHIP, LTD.

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

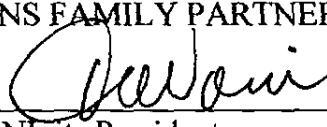
- A. Date: October 7, 1996
- B. Jurisdiction: Florida
- C. If different from the above-noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A

Third: The name of the Limited Liability Company as set forth in the attached Articles of Organization is:

FLP #1, L.L.C.

IN WITNESS WHEREOF, the undersigned members do make and file this Certificate of Conversion and attached Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hand and seal this 10th day of December, 2004.

S&S ENTERPRISES, INC. as General Partner of
SIMPKINS FAMILY PARTNERSHIP, LTD.



T.A. VANI, its President

S&S ENTERPRISES, Inc. as General Partner of
SHERIFF FAMILY PARTNERSHIP, LTD.

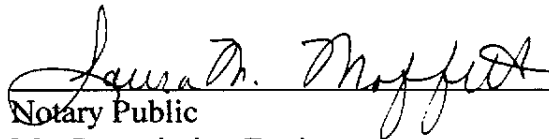


T.A. VANI, its President

STATE OF FLORIDA
COUNTY OF BREVARD

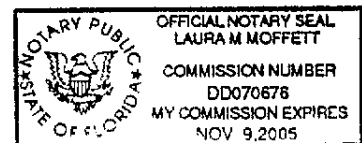
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared T.A.VANI, President of S&S ENTERPRISES, INC., a Florida corporation, known to me, and he acknowledged executing the foregoing instrument freely and voluntarily under authority duly vested in him. Said persons (☒) are personally known to me or (☐) presented drivers licenses as identification.

WITNESS my hand and official seal in the County and State last aforesaid this
10th day of December, 2004.



Notary Public

My Commission Expires:



V.

The names and addresses of the Initial Manager of the Limited Liability Company is as follows:

Name	Address
S&S Enterprises, Inc.	400 High Point Drive, Suite 500, Cocoa, Florida 32926

VI.

The Limited Liability Company shall be initially organized with two (2) members. The name and address of the Initial Members of the Limited Liability Company are:

Name	Address
Simpkins Family Partnership, Ltd.	400 High Point Drive, Suite 500, Cocoa, Florida 32926
Sheriff Family Partnership, Ltd.	400 High Point Drive, Suite 500, Cocoa, Florida 32926

VII.

The Limited Liability Company shall have the right to add additional members according to the terms of the Limited Liability Company Operating Agreement.

VIII.

This Limited Liability Company shall exist perpetually.

IN WITNESS WHEREOF, the undersigned, in their respective capacities as initial members and initial manager for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do make and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seal this 10th day of December, 2004.

Initial Members:

Simpkins Family Partnership, Ltd.
By S&S Enterprises, Inc., its General
Partner

T. A. Vani
Title: President

Sheriff Family Partnership, Ltd.
By S&S Enterprises, Inc., its General
Partner

T. A. Vani
Title: President

Initial Manager:

S&S Enterprises, Inc.

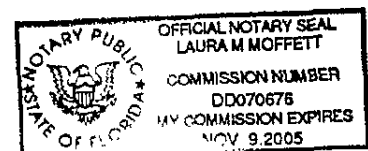
T. A. Vani
Title: President

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared T.A. VANI, as President of S&S ENTERPRISES, INC., a Florida corporation well known to me to be the person who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed, in the foregoing respective capacities on behalf of the Initial Members and Initial Manager.

WITNESS my hand and official seal this 10th day of December, 2004.

Laura M. Moffett
Notary Public, State of Florida
My Commission Expires:



STATEMENT OF DESIGNATION AND ACCEPTANCE
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF

FLP #1, L.L.C.

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby files this statement of the designation and acceptance of the initial registered agent of the Limited Liability Company.

The street address of the initial registered office of this Limited Liability Company is 400 High Point Drive, Suite 500, Cocoa, Florida 32926 and the name of the initial registered agent of this Limited Liability Company at that address is T.A. Vani.

DATED this 10th day of December, 2004.

S&S ENTERPRISES, INC. as Manager

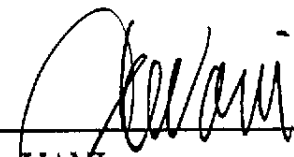

Title: President

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FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of FLP #1, L.L.C. at the initial registered office of the Limited Liability Company at 400 High Point Drive, Suite 500, Cocoa, Florida 32926.


T.A. VANI