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### TRANSMITTAL LETTER

TO: Registration Section Division of Corporations
SUBJECT: CRIMITED MAGNOTA VENTURES, 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:  (Name of Person)
Magolia Ventures (Firm/Company)
14901 Cristal Cove # 1002
FL. Myers FC 37519 (City/State and Zip Code)
For further information concerning this matter, please call:
(Name) of Person) at (AZ2) 951-2903 (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:
\$125.00 Filing Fee Certificate of Status  Certified Copy (additional copy is enclosed)  \$160.00 Filing Fee, Certified Copy (additional copy is enclosed)

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 <u>attached articles of organization</u> 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:
Magnolia Dentures
THE PROPERTY OF THE PARTY OF TH
SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:  A. Date: 2/17/2004  B. Jurisdiction: Lee County  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 <u>attached</u> articles of organization is:
Luzarine Prist
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.)
Suzanne Smith 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)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

\$ 5.00 Certificate of Status (optional)

#### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name: The name of the Limited Liability Company is:
Magnolia Ventures, LLC
ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is:
Principal Office Address:  Mailing Address:
14801 Crystal Cove #1002 -
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:
The name and the Florida street address of the registered agent are:    12010   Mithur     Name   Name   Name     Name   Name   Name     Name   Name   Name     Name   Name   Name   Name     Name   Name   Name   Name   Name     Name   Name   Name   Name   Name     Name   Name   Name   Name   Name     Name   Name   Name   Name   Name   Name   Name     Name   Name   Name   Name   Name   Name   Name   Name     Name
Florida street address (P.O. Box NOT acceptable)
FL MUSIC FL 33919 Gity, State, and Zip
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
Registered Agent's Signature

(CONTINUED)

Page 1 of 2

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Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

that the facts stated herein are true.)

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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

Typed or printed name of signee