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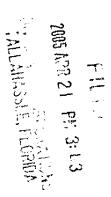
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TRANSMITTAL LETTER

| Division of Corporations | | | | |
|---|------------------------|-----------------|--|--|
| SUBJECT: B & L Books, LLC | | | | |
| | Name of Limite | ed Liability C | (ompany) | |
| The enclosed Articles of Organization | and fee(s) are s | submitted for | filing. | |
| Please return all correspondence conce | rning this matt | er to the follo | wing: | |
| Janice A. Packwood | | | | |
| | (| Name of Perso | on) | |
| B & L Books | | | | |
| B & L BOOKS | (| (Firm/Compan | y) | |
| 000 N CF 424 H4440 | | | | <i>-</i> • • • • • • • • • • • • • • • • • • • |
| 990 N. SR 434 #1140 | | (Address) | | |
| | | (Address) | | |
| | | | | |
| Altamonte Springs, | FL 32714 | | | 27 |
| | (City | /State and Zip | Code) | MS APR 21 PH |
| For further information concerning this | matter, please | call: | | 2005 APR 21 PH 3: 43 |
| Janice Packwood | | at (407 | 869-0859 | |
| (Name of Person) | | (Area | Code & Daytime Te | lephone Number) |
| Enclosed is a check for the following | g amount: | | | |
| □ \$125.00 Filing Fee □ \$130.00 Certificate o | Filing Fee & of Status | Certified | 00 Filing Fee & Copy copy is enclosed) | \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
| STREET ADDRESS | S: | | MAILING AI | DDRESS: |
| Registration Section | | | Registration S | |
| Division of Corporati 409 E. Gaines Street | ons | | Division of Co P.O. Box 6327 | |
| Tallahassee, Florida 3 | 2399 | | Tallahassee, F. | |

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 | e name of the unincorporated business immediately prior to filing this document was: |
|--------------|--|
| B & L Boo | ks |
| | |
| SECOND: | The date on which and the jurisdiction in which the unincorporated business was first |
| | therwise came into being are: |
| A. | Date: 06/01/1987 |
| B. | Jurisdiction: Florida |
| C. | If different from the above noted jurisdiction, the jurisdiction immediately pries to |
| | its conversion: |
| | E - = T |
| THIRD: Th | e name of the limited liability company as set forth in the <u>attached</u> articles of |
| organization | is: |
| B & L Book | auc file p |
| D & L BOOK | 15, LLC |
| | |
| | The state of the s |
| | famel Ole acknown === |
| | Signature of a Member or an Authorized Representative of a Member |
| | (he 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.) |
| | |
| | Janice A. Packwood |
| | 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 FOR FLORIDA LIMITED LIABILITY COMPANY

| ARTICLE I - Name | | | |
|---|--|---|------------|
| The name of the Lim | ited Liability Company is: | | |
| | | 2005 APR 2 | |
| B & L Books, LLC | · · · · · · · · · · · · · · · · · · · | 7 | , – |
| ARTICLE II - Addr | *acc* | | - 1 |
| | · · · · · | rincipal office of the Limited Liability Company | o Lis. |
| | - | | (ب |
| Principal Office Add | dress: | Mailing Address: | د |
| 990 N. SR 434 #1140 | | 990 N. SR 434 #1140 | |
| Altamonte Springs, FL | 32714 | Altamonte Springs, FL 32714 | |
| | orida street address of the r | registered agent are: | |
| == | Name | | |
| 38 | 35 Beechwood Lane | | |
| | Florida street add | dress (P.O. Box NOT acceptable) | |
| Al | tamonte Springs, 32714 | FL | |
| | City, State, a | and Zip | |
| liability company registered agent and | at the place designated in t agree to act in this capacit | accept service of process for the above stated limithis certificate, I hereby accept the appointment asty. I further agree to comply with the provisions of the provisions of the complete and I am familiar with a | s f 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

ARTICLE IV- Manager(s) or Managing Member(s):
The name and address of each Manager or Managing Member is as follows:

| Title: | Name and Address: | |
|---|--|-------------|
| "MGR" = Manager | | |
| "MGRM" = Managing Member | | |
| MGMR | Janice A. Packwood | |
| | 385 Beechwood Lane | |
| | Altamonte Springs, FL 32714 | |
| MGMR | David M. Packwood | |
| | 385 Beechwood Lane | |
| | Altamonte Springs, FL 32714 | |
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| (Use attachment if necessary) | SE | PH 3: 43 |
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| NOTE: An additional article must be | added if an effective date is requested. | 到。ち |
| REQUIRED SIGNATURE: | | |
| (Januce & | an authorized representative of a member. | · |
| | 608.408(3), Florida Statutes, the execution s an affirmation under the penalties of perjury n are true.) | |
| Janice A. Packwood | | |
| Typed | or printed name of signee | |

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)