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2005 AUG 24 P 3:38

(Requestor's Name) ~~STATE OF FLORIDA~~
TALLAHASSEE, FLORIDA

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

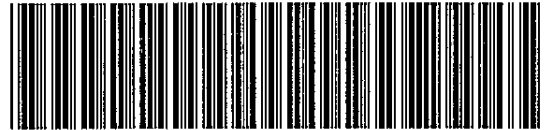
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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BURR & FORMAN LLP

ATTORNEYS AND COUNSELORS

Post Office Box 54617
Atlanta, Georgia 30308

(404) 815-3000
(404) 817-3244 (Fax)

August 11, 2005

Kathryn Y. Bouchillon
Direct Dial: (404) 685-4280
Direct Fax: (404) 214-7383
Email: kbouchil@burr.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

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

Re: Terrell Owens Enterprises, LLC

Dear Sir/Madam:

In reference to the above entity, I am enclosing the following documents for filing:

1. Original and one copy of the Certificate of Conversion;
2. Original and one copy of the Articles of Organization; and
3. A check in the amount of \$185.00 which represents the filing fees (\$100 filing fee for Articles of Organization, \$25.00 filing fee for registered agent designation, \$25.00 filing fee for Certificate of Conversion, \$30.00 filing fee for Certified Copy, and \$5.00 fee for Certificate of Status).

We request that you file the Certificate of Conversion and Articles of Organization, issue a Certificate of Organization and take such other actions as are required by the law to effectuate the organization of this limited liability company and return the same, and a certificate of status, to my attention at the above address.

Please notify the undersigned at (404) 685-4270 if there are any questions about these documents.

Sincerely,


Kathryn Y. Bouchillon

KYB/lat
Enclosures

Birmingham
SouthTrust Tower
420 North Twentieth Street, Suite 3100
Birmingham, Alabama 35203
(205) 251-3000

Montgomery
RSA Tower
201 Monroe Street, Suite 1950
Montgomery, Alabama 36104
(334) 241-7000

Atlanta
171 Seventeenth Street N.W.
Suite 1100
Atlanta, Georgia 30363
(404) 815-3000

Jackson
210 East Capitol Street
Suite 2120
Jackson, Mississippi 39201
(601) 355-3434

CERTIFICATE OF CONVERSION

OF

TERRELL OWENS ENTERPRISES, LLC

Pursuant to section 608.439, Florida Statutes, the following limited liability company hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

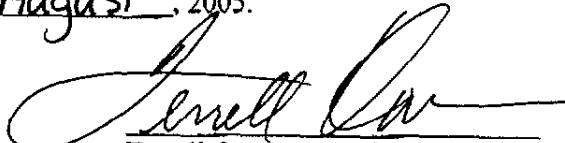
FIRST: The name of the limited liability company immediately prior to filing this document was Terrell Owens Enterprises, LLC (the "Company").

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

- A. Date: April 16, 2004
- B. Jurisdiction: North Carolina

THIRD: The name of the Company as set forth in the attached articles of organization is Terrell Owens Enterprises, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Domestication, this 1st day of August, 2005.


Terrell Owens, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF TERRELL OWENS ENTERPRISES, LLC** **FILED**

ARTICLE I - Name:

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The name of the Limited Liability Company is: Terrell Owens Enterprises, LLC
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - Address

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

800 Fairway Drive, Suite 370A
Deerfield Beach, Florida 33441

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

800 Fairway Drive, Suite 370A
Deerfield Beach, Florida 33441

ARTICLE III -

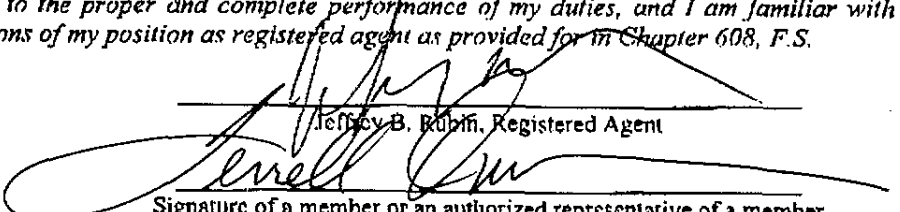
Registered Agent, Registered Office & Registered Agent's Signature:

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

Jeffrey B. Rubin

800 Fairway Drive, Suite 370A
Deerfield Beach, Florida 33441

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.


Jeffrey B. Rubin, Registered Agent

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.)

Terrell Owens

Typed or printed name of signee