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PLEASE REPLY TO: PALM BEACH GARDENS

September 30, 2005

VIA FEDEX

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

RE: Certificate of Conversion for Bernstein-Glades Associates, LLLP; Articles of Organization of Bernstein-Glades, LLC

Dear Sir or Madam:

Enclosed for filing with your office are the following:

- 1. Certificate of Conversion of Bernstein-Glades Associates, LLLP; and
- 2. Articles of Organization of Bernstein-Glades, LLC.

Also enclosed is a check in the amount of \$150.00 to cover the filing fee for the above documents.

If you have any questions concerning these filings, please do not hesitate to contact me.

Sincerely.

Alan H. Baseman, Esq.

Enclosures

cc: Howard Bernstein (w/encls)

Michael D. Morelly, Esq. (w/encls)

CERTIFICATE OF CONVERSION FOR BERNSTEIN-GLADES ASSOCIATES, LLLP



Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby! submits the attached <u>articles of organization</u> and this certificate of conversion to convert to a Florida slimited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document

was: BERNSTEIN-GLADES ASSOCIATES, LLLP.

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, 1985.

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 <u>attached</u> articles of organization is: BERNSTEIN-GLADES, LLC.

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.)

Alan H. Baseman, Authorized Representative

ARTICLES OF ORGANIZATION FOR BERNSTEIN-GLADES, LLC

FILED

ARTICLE I—Name: The name of the limited liability company is: BERNSTEIN-GLADES, LLC.

ARTICLE II—Address: The mailing address and street address of the principal office of the limited liability company is: 7226 Ayrshire Lane, Boca Raton, FL 33496.

ARTICLE III—Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent are:

Howard Bernstein 7226 Ayrshire Lanc Boca Raton, FL 33496

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.

Howard Bernstein, 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 hetein are true.)

Alan H. Baseman, Authorized Representative