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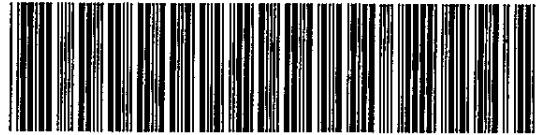
(Business Entity Name)

(Document Number)

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## VIA OVERNIGHT MAIL

February 2, 2006

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Davison Homes, Inc. Certificate of Conversion; our file # 9175-12338

Ladies and Gentlemen:

Enclosed for filing is a Certificate of Conversion for Davison Homes, Inc., a Florida profit corporation, converting it into Davison Homes, LLC, a Florida limited liability company. Also included is this firm's check in the amount of \$155.00 in payment for a Certificate of Status and the filing fees for the Certificate of Conversion and Articles of Organization.

Should you have any questions, I can be reached at (813) 221-2626. Thank you for your time and attention to this matter.

Sincerely,

  
Scott W. Fancher

Enclosures

cc: Eric D. Isenbergh (w/o encl.)  
John A. Schifino, Esq. (w/o encl.)

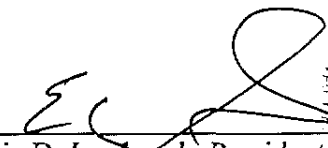
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**CERTIFICATE OF CONVERSION  
FOR  
FLORIDA PROFIT CORPORATION  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, as an authorized representative of the Other Business Entity, pursuant to Florida Statutes Section 608.439, files the following Certificate of Conversion converting a Florida profit corporation into a Florida limited liability company.

- 1) The name of the Florida profit corporation being converted pursuant to this Certificate of Conversion is Davison Homes, Inc (the "Other Business Entity").
- 2) The Other Business Entity was incorporated under the laws of the State of Florida on June 14, 2005 and was assigned document number P05000085080.
- 3) The name of the Florida limited liability company into which the Other Business Entity is being converted is Davison Homes, LLC (the "Company"), and the Company's Articles of Organization are attached hereto.

The undersigned, as an authorized officer of the Other Business Entity, hereby executes this Certificate of Conversion this 2<sup>nd</sup> day of February, 2006.

  
Eric D. Isenbergh, President

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**ARTICLES OF ORGANIZATION**  
**OF**  
**Davison Homes, LLC**  
**(a Florida Limited Liability Company)**

The undersigned, as an authorized representative of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named Davison Homes, LLC.

**ARTICLE I**

Name

The name of this Limited Liability Company is Davison Homes, LLC (the "Company").

**ARTICLE II**

Address

The mailing address and street address of the principal office of the Company is 9950 Princess Palm Avenue, Suite 338, Tampa, Florida 33619.

**ARTICLE III**

Initial Manager

The initial manager of the Company shall be Eric D. Isenbergh, whose address is 9950 Princess Palm Avenue, Suite 338, Tampa, Florida 33619.

**ARTICLE IV**

Registered Agent, Registered Office and Registered Agent's Signature

The Florida street address of the initial registered office of this Company is 201 North Franklin Street, Suite 2600, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is Scott W. Fancher.

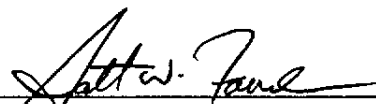
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the

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obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
Scott W. Fancher

IN WITNESS WHEREOF, the undersigned, as an authorized representative of the Company, has signed these Articles of Organization this 2<sup>nd</sup> day of February, 2006.

By:   
\_\_\_\_\_  
Scott W. Fancher, Esq.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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