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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

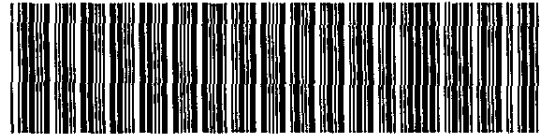
Special Instructions to Filing Officer:

2/20

FL LC
Conversion

02876 Ack

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**Knott, Consoer, Ebelini
Hart & Swett, P.A.**
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Director of
Zoning and Land
Use Planning
Michael E. Roeder, AICP

February 16, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Oakwood Associates LLC

To Whom It May Concern:

Enclosed please find the following as to Oakwood Associates LLC:

1. L. A. Pettingill check no. 2733, representing payment of filing fees in the amount One Hundred Fifty Five Dollars (\$155.00)
2. Cover letter to Registration Section, Division of Corporations
3. Certificate of Conversion
4. Articles of Organization

Naturally, should you have any questions, please don't hesitate to contact our office.

Very truly yours,

KNOTT, CONSOER, EBELINI,
HART & SWETT, P.A.


Derrick Eihausen

DSE/cab
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Oakwood Associates LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Derrick S. Eihausen

(Contact Person)

Knott, Consoer, Ebelini, Hart & Swett, P.A.

(Firm/Company)

1625 Hendry Street, Suite 301

(Address)

Fort Myers, FL 33901

(City, State and Zip Code)

For further information concerning this matter, please call:

Derrick S. Eihausen

(Name of Contact Person)

at (239) 334-2722

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☒ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Oakwood Associates LLC.
2. The "Other Business Entity" is a Limited Liability Company first organized, formed or incorporated under the laws of Connecticut on December 11, 1995.
3. The jurisdiction in which Oakwood Associates LLC was organized has not changed.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Oakwood Associates LLC.
5. This Certificate of Conversion shall be effective on the date of filing.
6. Per Florida Statute 608.439(4), "...the existence of the limited liability company shall be deemed to have commenced when the other entity commenced its existence in the jurisdiction in which the other entity was first organized."

Signed this 15 day of February, 2006.

OAKWOOD ASSOCIATES, LLC,

By: 
Lucius Pettingill, Managing Member

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02 FEB 20 11:00
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
OAKWOOD ASSOCIATES LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be OAKWOOD ASSOCIATES LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal place of business of the Company in Florida shall be 9140 Cherry Hill Court, Fort Myers, Florida 33908.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The existence of Oakwood Associates LLC is retroactive to December 11, 1995, when the entity was originally organized in Connecticut prior to its conversion to a Florida Limited Liability Company. The Company's existence shall be perpetual.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to conduct and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and office of the Company in the State of Florida is Derrick S. Eihausen, Esq., Knott, Consoer, Ebelini, Hart & Swett, P.A., 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901.

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company have contributed to the capital of the Company the amounts set forth below beside their respective names:

<u>Name & Address of Member</u>	<u>Capital Contribution</u>	<u>Member Percentage Interest</u>
Lucus A. Pettingill 9140 Cherry Hill Court Fort Myers, Florida 33908	\$10,000	100%

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer the member's interest in the Company only as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management and affairs of the company or become a member unless all of the other members of the Company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by unanimous written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The members of the limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE IX - MANAGEMENT

The Company shall be managed by one (1) Manager whose name and address is: Lucius A. Pettingill, 9140 Cherry Hill Court, Fort Myers, Florida 33908. Actions of the manager shall legally bind the Company.

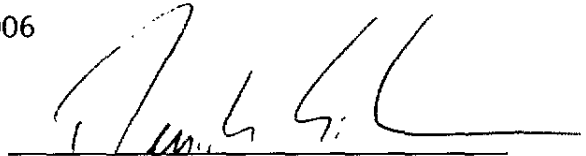
IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 15 day of February, 2006.


Lucjus A. Pettingill, Manager

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for OAKWOOD ASSOCIATES LLC at the place designated in the Articles of Organization, 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901. I, Derrick S. Eihausen, agree to act as Registered Agent and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations under Section 608, Florida Statutes.

Dated: 2/15, 2006


Derrick S. Eihausen