

L06000023244

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

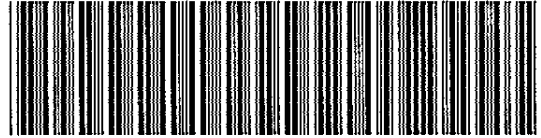
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

SK

Office Use Only



200066470752

03/06/06--01002--002 **450.00

FILED

2006 MAR -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

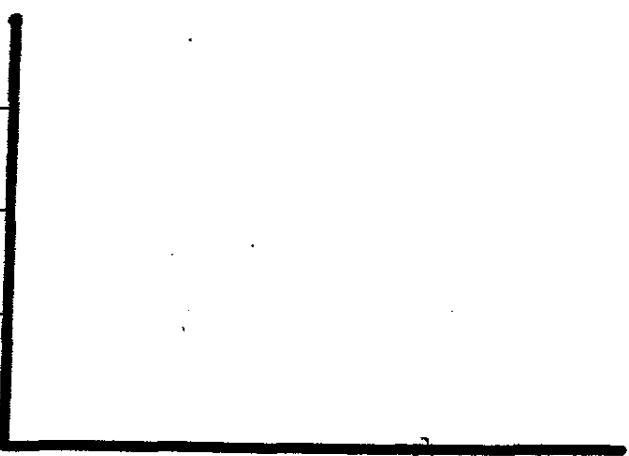
RECEIVED

06 MAR -3 PM 3:06
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

Ruden, McClosky et. al.
 Requester's Name

215 S. Monroe Street, Suite 815
 Address

Tallahassee, FL 412-2000
 City/State/Zip Phone #



Office Use Only

2006 MAR -3 AM 8:56
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Certificate of Conversion ~~_____~~
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- | | | |
|-----------------------------------|---|--|
| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Photocopy |
| | | <input type="checkbox"/> Certificate of Status |

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**CERTIFICATE OF CONVERSION
OF
3809 OCEAN GRANDE, INC.,
a Florida Converting Organization**

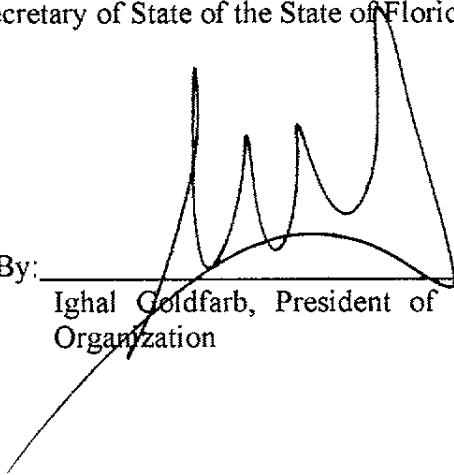
FILED
2006 MAR -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P020000525

The undersigned, desiring to convert from 3809 Ocean Grande, Inc., a Florida corporation (the "Converting Organization") to 3809 Ocean Grande, LLC, a Florida limited liability company (the "Converted Organization") pursuant to Section 608.439 of the Florida Limited Liability Company Act, as amended, (the "Act") does hereby execute and file with the Secretary of State of Florida this Certificate of Conversion:

1. The Converting Organization is a corporation created by filing of Articles of Incorporation with the Florida Department of State on May 13, 2002. The Converting Organization currently exists as a corporation under the laws of the State of Florida.
2. The name of the Converting Organization immediately prior to the Effective Date (as defined below) is 3809 Ocean Grande, Inc.
3. The name of the Converted Organization as set forth in the Articles of Organization, as attached hereto, is 3809 Ocean Grande, LLC.
4. The conversion of the Converting Organization to a limited liability company was approved, as required by the Act, and by all of the shareholders of the Converting Organization as of the Effective Date. The consents are evidenced by a record.
5. The effective date of the conversion reflected in this Certificate of Conversion ("Certificate"), as applicable to the Converting Organization and the Converted Organization, shall be the date this Certificate is filed with the Secretary of State of the State of Florida.

Dated this 2nd day of March, 2006.

By: 
Ighal Goldfarb, President of the Converting
Organization

FILED
2006 MAR -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

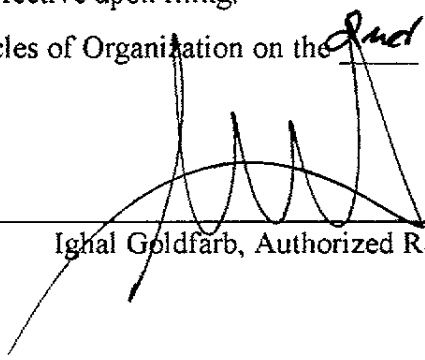
**ARTICLES OF ORGANIZATION
OF
3809 OCEAN GRANDE, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. The name of the Limited Liability Company is 3809 OCEAN GRANDE, LLC (the "Company").
2. The mailing and street address of the principal office of the Company is: 1140 Kane Concourse, 5th Floor, Bay Harbor Islands, Florida 33154.
3. The name and address of the initial registered agent in the State of Florida, whose Certification of Designation of Registered Agent/Registered Office accompanies these Articles of Organization, is: Ighal Goldfarb, 1140 Kane Concourse, 5th Floor, Bay Harbor Islands, Florida 33154.

These Articles of Organization shall be effective upon filing.

The undersigned has executed these Articles of Organization on the 2nd day of March, 2006.

By: 
Ighal Goldfarb, Authorized Representative

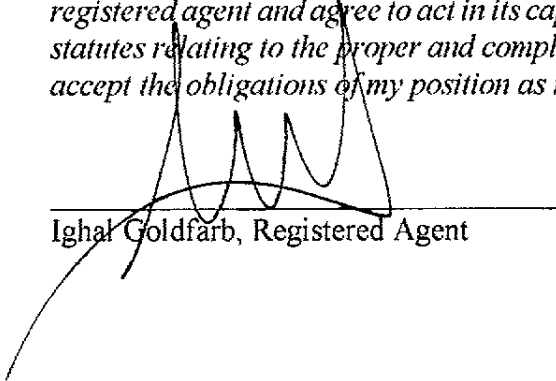
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: 3809 OCEAN GRANDE, LLC.
2. The name and address of the registered agent and office is:

Ighal Goldfarb
1140 Kane Concourse, 5th Floor
Bay Harbor Islands, Florida 33154

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 its 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.



Ighal Goldfarb, Registered Agent

Date: 03-02-06