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### 'Advanced Construction of Central Florida Orlando, Florida

Date: May 5, 2006

To: Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

Subject: Advanced Construction of Central Florida, LLC

The enclosed Certificate of Conversion for Other Business Entity into Florida Limited Liability Company and Articles of Organization are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard T. Newsome 1841 Matterhorn Drive Orlando, Florida 32818

For further information concerning this matter, please call me at: (407) 222-5834.

Sincerely,

Richard T. Newsome

Owner/Managing Member

Please find enclosed \$ 150.00 (Certificate of Conversion \$ 25 + Florida Articles of Organization and Designation of Registered Agent \$ 125.00)

2006 MAY -8 AM 8: 50

#### **Certificate of Conversion**

For

#### **Other Business Entity**

Into

#### Florida Limited Liability Company

This Certificate of Conversion and attach 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:

#### Advanced Construction of Central Florida

2. The "Other Business Entity" is a Sole Proprietorship.

First organized, formed or incorporated under the laws of Florida on 5/9/2001

3. If the jurisdiction of the Other Business Entity was changed, the state or country under the laws of which it is now organized, formed or incorporated:

#### Not Applicable

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

#### Advanced Construction of Central Florida, LLC

5. Effective on the Date of Filing.

Signed this 5 day of May 2006

Signature of Authorized Person:

Richard T. Newsome, Managing Member

# ARTICLES OF ORGANIZATION OF Advanced Construction of Central Florida, LLC

Pursuant to S 608.407 of the Florida Statutes, the undersigned hereby submits these Articles of Organization for the purpose of forming a Florida Limited Liability Company:

#### ARTICLE I-NAME

The name of the Limited Liability Company is: <u>Advanced Construction of Central Florida</u>, <u>LLC</u>

#### ARTICLE II - ADDRESS

The mailing address and street address of the principle office of the Limited Liability Company is:

Principle Office Address: Mailing Address:

1841 Matterhorn Drive7226 W. Colonial Drive, # 144Orlando, Florida 32818Orlando, Florida 32818

#### ARTICLE III - Purpose for Organization

The purpose for which this limited Liability Company is organized is for any and all lawful business. The period of duration for the Limited Liability Company shall be perpetual, and is authorized to engage in every trade, occupation, or profession and other lawful business, purpose, or activity, whether or not carried on for profit.

#### ARTICLE IV - REGISTERED AGENT, REGISTERED OFFICE AND AGENT'S SIGNATURE

The name and street address of the registered agent is:

Richard T. Newsome 1841 Matterhorn Drive Orlando, Florida 32818

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 statues 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 of the Florida Statues.

Advanced Construction of Central Florida, LLC

Richard T. Newsome

SECRETARY OF STATE

## Registered Agent ARTICLE V – MANAGING MEMBER(S)

The Limited Liability Company is to be managed by the member(s) who are designated, appointed, or elected to act as managing member(s) in accordance with the Operating Agreement of the Limited Liability Company. The managing member(s) shall carry out and further the decisions and actions of the managing member(s) made under the Operating Agreement and shall be authorized to execute and deliver any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages, and security agreements and any other type or form of document by which debts and obligations of the company are created, incurred, or evidenced, that are necessary, appropriate, or beneficial to carry out further those decisions or actions.

#### ARTICLE VI - MEMBERSHIP

With written consent of the simple majority of the members, new members may be admitted into the limited liability company upon the payment of such capital contribution and upon such terms as the members decide by simple majority vote. In the event that new members are admitted into the limited liability company, the share of each new member in the profit and losses shall be such proportions as may be agreed upon between all the members and the new members.

#### ARTICLE VII - MANAGER'S LIABILITY

To the fullest extent permitted by the Florida Limited Liability Company Act as it exists or may hereafter be amended, no person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a manager. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

The name and address of each Managing Member is as follows:

Title: Name and address:

MGRM Richard T. Newsome

1841 Matterhorn Dr. Orlando, Florida 32818

#### ARTICLE VI - EFFECTIVE DATE

The effective date is the date of filing.

SECRETARY OF THE

#### SIGNATURE OF AUTHORIZED PERSON:

In accordance with section 608.408(3), Florida Statues, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Richard T. Newsome, Managing Member