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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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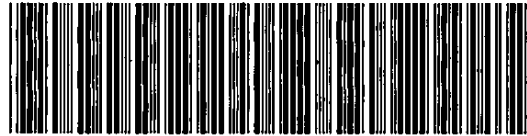
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Chris

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ware Investments, 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:

David E. Dreyer, Esq.

(Contact Person)

Jones Foster Johnston & Stubbs, P.A.

(Firm/Company)

P.O. Box 3475

(Address)

West Palm Beach, FL 33402

(City, State and Zip Code)

For further information concerning this matter, please call:

Claire A. Dumas, Esq. at (561) 659-3000

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input checked="" type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: Ware Investments, LLC.
2. The "Other Business Entity" is a Limited Liability Company, first organized, formed or incorporated under the laws of the State of Nevada, on December 24, 2003.
3. The name of the Florida Limited Partnership as set forth in the attached Articles of Organization: Ware Investments, LLC.
4. The effective date of this Certificate of Conversion is: upon filing.

[Signature Page Follows]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signed this ^{July} 12 day of ~~June~~, 2006.

Signature of Authorized Persons:

X Nancy Ware Wainwright
Nancy Ware Wainwright, Manager/Member

Trustee of the Subtrust of the Share of
the Terminable Interest Part under the
Trust Agreement dated May 21, 1971,
between Willard M. Ware, as Grantor,
and Rhoda C. Ware and the First
National Bank of Miami, as Trustees, as
amended and restated, set apart for
Nancy Ware Wainwright,
Manager/Member

By: Bessemer Trust Company of Florida
Its: Trustee

[Signature]
By:
Its:

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TALLAHASSEE, FLORIDA

Articles of Organization
For
Florida Limited Liability Company

Article I: Name

The name of the Limited Liability Company is: Ware Investments, LLC.

Article II: Address

The mailing address and street address of the principal office of the Limited Liability Company is: 222 Royal Palm Way, Palm Beach, Florida 33480.

Article III: Registered Agent, Registered Office and Registered Agent's Signature

The name and Florida street address of the registered agent is: Jones Foster Services, LLC, 505 S. Flagler Drive, 11th Floor, West Palm Beach, Florida 33401.

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 relative 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, F.S.

Jones Foster Service, LLC, a Florida limited liability company



By: David E. Bowers, Esq.
Its: Manager

Article IV: Managers

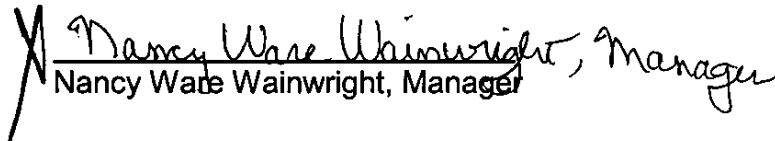
The name and address of each Manager is as follows:

Manager: Nancy Ware Wainwright, 222 Royal Palm Way, Palm Beach, FL 33480

Manager: Bessemer Trust Company of Florida, as Trustee of the Subtrust of the Share of the Terminable Interest Part under the Trust Agreement dated May 21, 1971, between Willard M. Ware, as Grantor, and Rhoda C. Ware and the First National Bank of Miami, as Trustees, as amended and restated, set apart for Nancy Ware Wainwright, 222 Royal Palm Way, Palm Beach, FL 33480

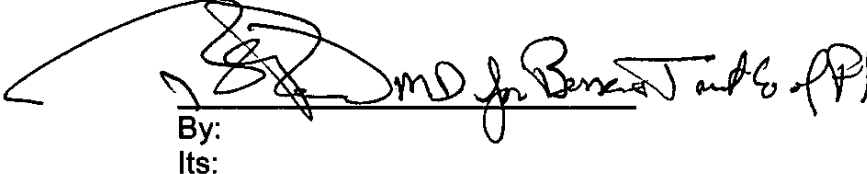
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TALLAHASSEE, FLORIDA

Signed this ___ day of June, 2006


Nancy Ware Wainwright, Manager

Trustee of the Subtrust of the Share of
the Terminable Interest Part under the
Trust Agreement dated May 21, 1971,
between Willard M. Ware, as Grantor,
and Rhoda C. Ware and the First
National Bank of Miami, as Trustees, as
amended and restated, set apart for
Nancy Ware Wainwright, Manager

By: Bessemer Trust Company of Florida
Its: Trustee


By:
Its:

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TALLAHASSEE, FLORIDA

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(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.)