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TALLAHASSEE, FLORIDA

EFFECTIVE DATE

9/1/06

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BN Reznik Management, LLC

File 1st

Signature _____

Requested by: *WC*

Name _____

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Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

☒ L.C. File *Foreign Conversion*

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

☒ Cert. Copy _____

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Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION OF
B. N. REZNIK MANAGEMENT, LLC
(A NEVADA LIMITED LIABILITY COMPANY)
INTO A FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert **B. N. REZNIK MANAGEMENT, LLC (a Nevada Limited liability company)** 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: **B. N. REZNIK MANAGEMENT, LLC**. This limited liability company was first organized under the laws of Nevada on December 8, 1999.

2. The name of the resulting business entity as set forth in the attached Articles of Organization is: **B. N. REZNIK MANAGEMENT, LLC**. This resulting limited liability company is a Florida Limited liability company.

3. The Plan of Conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with Nevada law, the converting organization's governing law.

4. The conversion shall be effective on September 1, 2006.

In witness whereof all the Managers have signed below on the 22nd day of August, 2006.

MANAGERS:


BORIS REZNIK, MANAGER


LARISA REZNIK, MANAGER

**ARTICLES OF ORGANIZATION
OF
B. N. REZNIK MANAGEMENT, LLC**

EFFECTIVE DATE
9/1/06

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SECRETARY OF STATE

ARTICLE I - Name:

The name of the Limited Liability Company is: **B. N. REZNIK MANAGEMENT, LLC**

ARTICLE II - Address:

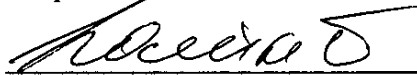
The mailing address and street address of the principal office of the Limited Liability Company is: **290 N.W. 165 Street Suite P350, Miami, FL 33169**

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

LARISA REZNIK, 290 N.W. 165 Street Suite P350, Miami, FL 33169

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 obligations of my position as registered agent as provided for in Chapter 608, F.S.



LARISA REZNIK

ARTICLE IV- Managers:

The name and address of each Manager is as follows and each Manager is authorized individually to sign documents or act on behalf of of the Limited Liability Company:

LARISA REZNIK, 290 N.W. 165 Street Suite P350, Miami, FL 33169

BORIS REZNIK, 290 N.W. 165 Street Suite P350, Miami, FL 33169

ARTICLE V: Effective date.

The effective date of these Articles of Organization is September 1, 2006.

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.

MEMBER:



**LARISA REZNIK as Trustee under the Larisa
Reznik Revocable Trust dated 5/12/2006**