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2006 SEP 21 AM 10: 5



1802 South Fiske Blvd. – Suite 101 Rockledge, Fl 32955

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32301

Re: Certificate of Conversion and Articles of Organization of

Rockledge Commercial Center, L.L.C.

Dear Sir/Madam:

Enclosed please find an original and one copy of Certificate of Conversion and Articles of Organization for the above-captioned Limited Liability Company, together with check in the sum of \$150.00 (\$25.00 for the Certificate of Conversion and \$125.00 for the Articles of Organization) to cover your filing fees.

Please stamp the copy of the Certificate of Conversion and Articles of Organization with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

Reba Freeman

HAJ/ Enc.

CERTIFICATE OF CONVERSION

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity formerly doing business as a General Partnership hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida Limited Liability Company:

First: The name of the unincorporated business immediately prior to filing this document was:

ROCKLEDGE COMMERCIAL CENTER

Second: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: JANUARY 25, 1985
- B. Jurisdiction: Florida
- C. If different from the above-noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A

Third: The name of the Limited Liability Company as set forth in the attached Articles of Organization is:

ROCKLEDGE COMMERCIAL CENTER, L.L.C.

IN WITNESS WHEREOF, the undersigned members do make and file this Certificate of Conversion and attached Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hand and seal this day of September, 2006.

Robert R. Chaffiot, General Partner

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT R. CHAFFIOT, known to me, and he acknowledged executing the foregoing instrument freely and voluntarily under authority duly vested in him. Said person is personally known to me or _____) presented drivers licenses as identification.

WITNESS my hand and official seal in the County and State last aforesaid this day of September, 2006.

Notary Public

My Commission Expires:

Notary Public State of Florida Reba G Freeman My Commission DD491050 Exoires 01/15/2010

2006 SEP 21 AM ID: 5:0

ARTICLES OF ORGANIZATION OF ROCKLEDGE COMMERCIAL CENTER, L.L.C.

The undersigned subscriber to these Articles of Organization and intending to form and create a Limited Liability Company pursuant to the statutes of the State of Florida, does hereby state and certify the following:

I.

The name of the Limited Liability Company shall be ROCKLEDGE COMMERCIAL CENTER, L.L.C.

II.

The mailing and street address of the Limited Liability Company and its principal office is: 1802 S. Fiske Blvd, Suite 101, Rockledge, Fl 32955.

III.

The name and street address of the initial registered agent of the Limited Libility Company in the State of Florida is Robert R. Chaffiot, 1802 S. Fiske Blvd, Suite 101, Rockledge, Fl 32955

IV.

The Limited Liability Company shall be managed by one or more Managers designated by the members and the activities of the Limited Liability Company shall be conducted as a Manager-managed company in accordance with the terms of the Limited Liability Company Operating Agreement.

V.

The name and address of the Initial Managers of the Limited Liability Company are as follows:

Name	Address	
Robert R. Chaffiot	1802 S. Fiske Blvd. – Suite 101 Rockledge, Fl 32955	
Mark K. Chaffiot	1802 S. Fiske Blvd. – Suite. 101 Rockledge, Fl 32955	

VI.

The Limited Liability Company shall be initially organized with one (1) member. The name and address of the Initial Member of the Limited Liability Company is:

Name

Address

Robert R. Chaffiot

1802 S. Fiske Blvd. – Suite 101 Rockledge, Fl 32955

VII.

The Limited Liability Company shall have the right to add additional members according to the terms of the Limited Liability Company Operating Agreement.

VIII.

This Limited Liability Company shall exist perpetually.

IN WITNESS WHEREOF, the undersigned, in their respective capacities as initial member and initial managers for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do make and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seal this Acc day of September, 2006.

Initial Member:

Robert R. Chaffiot

Initial Managers:

Robert R. Chaffiot

Mark W. Chaffiot

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT R. CHAFFIOT and MARK K. CHAFFIOT known to me to be the persons who executed the foregoing Articles of Organization, and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed, as Initial Managers.

WITNESS my hand and official seal this _____ day of September, 2006.

Notary Public, State of Florida My Commission Expires:

> Notary Public State of Florida Reba G Freeman My Commission DD491050 Expires 01/15/2010

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT R. CHAFFIOT known to me to be the person who executed the foregoing Articles of Organization, and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed, as Initial Member.

WITNESS my hand and official seal this /4 5 day of September, 2006.

Notary Public, State of Florida My Commission Expires:

> Notary Public State of Florida Reba G Freeman My Commission DD491050 Expires 01/15/2010

STATEMENT OF DESIGNATION AND ACCEPTANCE OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF

ROCKLEDGE COMMERCIAL CENTER, L.L.C.

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby files this statement of the designation and acceptance of the initial registered agent of the Limited Liability Company.

The street address of the initial registered office of this Limited Liability Company is 1802 South Fiske Blvd, Suite 101, Rockledge, Fl 32955 and the name of the initial registered agent of this Limited Liability Company at that address is ROBERT R. CHAFFIOT.

DATED this // day of Systember , 2006.

Robert R. Chaffiot, Manager

Mark K. Chaffiot, Marager

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of ROCKLEDGE COMMERCIAL CENTER, L.L.C. at the initial registered office of the Limited Liability Company at 1802 South Fiske Blvd., Suite 101, Rockledge, Fl 32955

Robert R. Chaffiot

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