

L060000 97928

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

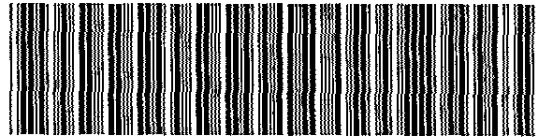
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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06 OCT -6 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2006 OCT -6 AM 11:15  
TO: JUDICIAL CLERK  
SUFFOLK COUNTY, VIRGINIA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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TALLAHASSEE, FLORIDA

CONTACT: KATIE WONSCH

DATE: 10/06/06

REF. #: 000171.58511

CORP. NAME: CLAYTON BEACH HOUSE PARTNERSHIP

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION            | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input checked="" type="checkbox"/> CERTIFICATE OF CONVERSION |   |  |
| <input type="checkbox"/> OTHER:                               |   |  |

STATE FEES PREPAID WITH CHECK# 518695 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**CERTIFICATE OF CONVERSION**

06 OCT -6 PM 12:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion (the "**Certificate**") and attached Articles of Organization are submitted to convert Clayton Beach House Partnership, a Florida general partnership, into a Florida limited liability company to be known as "Clayton Beach House, LLC" in accordance with Section 608.439, Florida Statutes.

1. The name of the Florida general partnership, to be converted to a limited liability company hereby, immediately prior to the filing of this Certificate of Conversion is "Clayton Beach House Partnership."

2. Clayton Beach House Partnership is a Florida general partnership first formed and organized under the laws of Florida on December 30, 2005.

3. The jurisdiction of Clayton Beach House Partnership has not been changed since its formation.

4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Clayton Beach House, LLC.

5. This Certificate is effective as of the date of filing. Pursuant to Section 608.439(4), Florida Statutes, upon this Certificate becoming effective, the effective date of formation of Clayton Beach House, LLC shall be December 30, 2005, the date of formation of Clayton Beach House Partnership.

Signed this 4th day of October, 2006.

Clayton Beach House Partnership

By: Kenneth M. Clayton, Trustee  
Name: Kenneth M. Clayton, as Trustee of the  
Clayton Beach House Trust  
Its: Partner

By: Mary H. Clayton, Trustee  
Name: Mary H. Clayton, as Trustee of the Mary H.  
Clayton Revocable Trust Under Agreement  
Dated August 4, 1987  
Its: Partner

**ARTICLES OF ORGANIZATION  
OF  
CLAYTON BEACH HOUSE, LLC**

**FILED**  
06 OCT -6 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is Clayton Beach House, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address, and the mailing address, of the principal office of the Company is 1065 Maitland Center Commons Boulevard, Maitland, Florida 32751.

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is 1065 Maitland Center Commons Boulevard, Maitland, Florida 32751. The name of the registered agent of the Company at that address is Kenneth M. Clayton.

**ARTICLE IV - MANAGEMENT**

The Company is to be a member-managed company.

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.


The undersigned member has made and subscribed these Articles of Organization this 1<sup>st</sup> day of DECEMBER, 2005.

*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

  
Mary H. Clayton

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
Kenneth M. Clayton

Date: December 1, 2005