

L06000107396

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

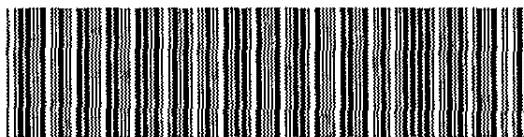
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Commercial Holdings, 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. Marko
(Contact Person)
de la O, Marko, Magolnick & Leyton
(Firm/Company)
3001 SW 3 Avenue
(Address)
Miami, FL 33129
(City, State and Zip Code)

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For further information concerning this matter, please call:

David E. Marko at (305) 285.2000
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$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

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.

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1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Commercial Holdings, Inc. # P98000054944
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on June 19, 1998
(Enter date "Other Business Entity" was first organized, formed or incorporated)

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:

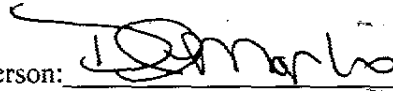
4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Commercial Holdings, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 1st day of November 2006

Signature of Authorized Person: _____



Printed Name: David E. Marko Title: Vice-President

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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**Articles of Organization
of
COMMERCIAL HOLDINGS, LLC**
a Florida Limited Liability Company

ARTICLE I

The name of the Limited Liability Company ("Company") shall be:

COMMERCIAL HOLDINGS, LLC

ARTICLE II

The initial street address and mailing address of the principal office of the Company is 3001 S.W. 3rd Avenue, Miami, FL 33129.

ARTICLE III

The name and Florida address of the Company's Registered Agent is:

David E. Marko, Esq.
de la O, Marko, Magolnick & Leyton, P.A.
3001 S.W. Third Avenue
Miami, Florida 33129

ARTICLE IV

The Company shall be managed by members.

ARTICLE V

The Company's existence shall be perpetual.

ARTICLE VI

The officer(s) and the member(s) shall not be personally liable for the debts, obligations, or liabilities of the Company.

ARTICLE VII

The power to amend, alter or repeal these Articles of Organization shall be vested in the member(s). The Articles of Organization may be amended, at any time, by a majority vote of the members of the Company.

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In accordance with F.S. 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated therein are true.

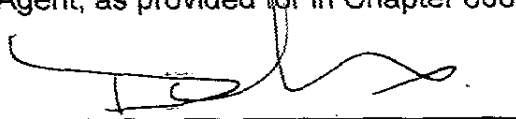
IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 1st day of November, 2006.



David Everett Marko, Esq.
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for COMMERCIAL HOLDINGS, LLC at the place designated in the Articles of Organization, 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.



David Everett Marko, Esq.

Date: November 1, 2006

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