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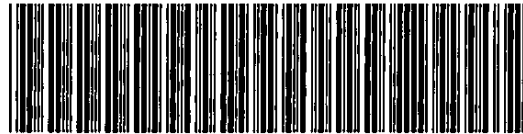
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ARISTA & FELDMAN, P.L.

GABLES INTERNATIONAL PLAZA
2655 SOUTH LE JEUNE ROAD, 5TH FLOOR
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 444-7662
FACSIMILE: (305) 444-7275
Info@AristaLaw.com

November 27, 2006

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **CAPITOL BUILDERS, INC. and CAPITOL BUILDERS, LLC**

To Whom It May Concern:

Enclosed please find: (1) the Certificate of Conversion and fee submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 605.13, F.S.; and (2) the Articles of Organization and fee submitted for filing.

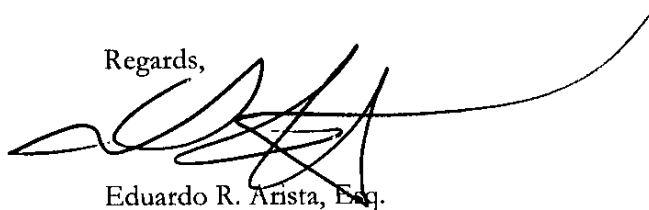
Please return all correspondence concerning this matter to:

Arista & Feldman, P.L.
Gables International Plaza
2655 Le Jeune Road, 5th Floor
Coral Gables, Florida 33134

For further information concerning this matter, please call Eduardo R. Arista, at (305) 444-7662.

Enclosed is a check in the amount of \$212.50 which includes the \$52.50 fee for the filing, certified copy, and Certificate of Status for the Certificate of Conversion, and the \$160.00 fee for the filing, certified copy, and Certificate of Status for the Articles of Organization

Regards,



Eduardo R. Arista, Esq.

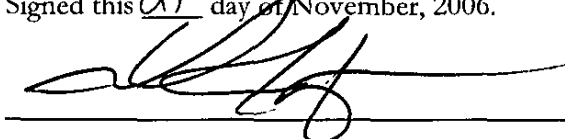
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION FOR
CAPITOL BUILDERS, INC.
INTO
CAPITOL BUILDERS, LLC**

This Certificate of Conversion is submitted to convert CAPITOL BUILDERS, a Florida Corporation into an "Other Business Entity" in accordance with Florida Statute Section 607.1113, and as required by the governing law of the "Other Business Entity."

1. The name of the Florida Corporation converting into the "Other Business Entity" is: CAPITOL BUILDERS, INC. (the "Corporation").
2. The "Corporation" was first organized on May 23, 2001, in accordance with the laws of Florida.
3. The name of the "Other Business Entity" is: CAPITOL BUILDERS, LLC.
4. The "Other Business Entity" is a limited liability company organized under the laws of Florida.
5. The above referenced Florida Corporation has converted into an "Other Business Entity" in compliance with Florida Statutes Chapter 607, and the conversion complies with the applicable laws governing the "Other Business Entity."
6. The plan of conversion was approved by the converting Florida Corporation in accordance with Florida Statutes Chapter 607, and as required by the governing law of the "Other Business Entity."
7. This conversion was effective under the laws governing the "Other Business Entity" on November 27th, 2006.
8. The initial street address of the principal office and mailing address is 4731 West 9th Court, Hialeah, Florida 33012, or as otherwise provided by the Operating Agreement..

Signed this 27th day of November, 2006.



Signature of a Member or Authorized Person

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
CAPITOL BUILDERS, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I

NAME

The name of the Limited Liability Company is CAPITOL BUILDERS, LLC.

ARTICLE II

ADDRESS

The initial street address of the principal office and mailing address is 31st Street 9th Court, Hialeah, Florida 33012, or as otherwise provided by the Operating Agreement.

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ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

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

Eduardo R. Arista, Esq.
Arista & Feldman, P.L.
Gables International Plaza
2655 LeJeune Road, 5th Floor
Coral Gables, Florida 33134

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by the members and is therefore a member-managed company. The names and addresses of the initial members are:

Frank J Fuentes
4731 West 9th Court
Hialeah, Florida 33012

Richard A. Fuentes
16297 SW 99 Terrace
Miami, Florida 33196

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 27th day of November 2006.

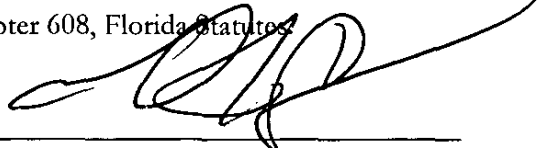


Eduardo R. Arista, Esq., Authorized Representative of a Member

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TALLAHASSEE FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for CAPITOL BUILDERS, LLC at the place designated in Article III above. 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 under Chapter 608, Florida Statutes.



Eduardo R. Arista, Esq., Registered Agent