

L06000117115

(Requestor's Name)

(Address)

(Address)


(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

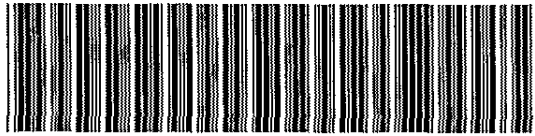
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILING COVER SHEET
ACCT. #FCA-14

***Attn: Buck Kohr**

CONTACT: TRICIA TADLOCK
DATE: 12-21-06
REF. #: 0672.61763
CORP. NAME: ELEMENT DEVELOPER, LLC

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TALLAHASSEE, FLORIDA

- ARTICLES OF INCORPORATION ARTICLES OF AMENDMENT ARTICLES OF DISSOLUTION
- ANNUAL REPORT TRADEMARK/SERVICE MARK FICTITIOUS NAME
- FOREIGN QUALIFICATION LIMITED PARTNERSHIP LIMITED LIABILITY
- REINSTATEMENT MERGER WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- OTHER: CONVERSION

06 DEC 21 PM 3:41
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 519543 FOR \$ 30.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY CERTIFICATE OF GOOD STANDING PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

Certificate Of Conversion

For

For Florida Limited Liability Company

Into

"Other Business Entity"

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with Section 608.4403, *Florida Statutes*.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Element Developer, LLC

(Enter Name of Florida Limited Liability Company)

406000117115

2. The name of the "Other Business Entity" is:

Element Developer, LLC

(Enter Name of Florida Limited Liability Company)

3. The "Other Business Entity" is a limited liability company

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware

(Enter state, or if a non-U.S. entity, the name of the country)

4. The above-referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, *F.S.*, and the conversion complies with the statute or applicable law governing the "Other Business Entity."
5. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, *F.S.*
6. If applicable, the written consent of each member who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to Section 608.4402(2), *F.S.*
7. This conversion was effective under the laws governing the "Other Business Entity" on: December 21, 2006.

8. This conversion shall be effective in Florida on December 21, 2006.

(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 of the conversion under the laws governing the "Other Business Entity".)

9. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is as follows:

101 South Franklin Street, Suite 101
Tampa, Florida 33602

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

- a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under Sections 608.4351-608.43595, *F.S.*
- b.) Lists the following street and mailing address of an office the Florida Department of State may use for purposes of Section 48.181, *F.S.*

Street Address: 101 South Franklin Street, Suite 101
Tampa, Florida 33602

Mailing Address: 101 South Franklin Street, Suite 101
Tampa, Florida 33602

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 608.4351-608.43595, *F.S.*

Signed this 21st day of December, 2006

Signature:

Olin G. Shivers
(Must be signed by a Member or Authorized Representative)

Printed Name: Olin G. Shivers, Esq. Title: Authorized Representative