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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

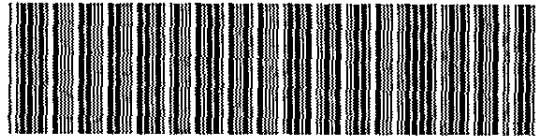
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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January 15, 2007

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Conversion of active corporations to  
limited liability companies

Dear Sir/Madam:

Enclosed are the original and one duplicate of the proposed Certificates of Conversion for "Other Business Entity" into Florida Limited Liability Company along with the corresponding Articles of Organization for the following corporations:

Lakeside BaBe, Inc.  
TradeWinds Homosassa, Inc.  
TradeWinds Homosassa Finance, Inc.

Please endorse your approval of the conversion on the duplicate copies of the certificates and return the copies to this office. It is understood that the original documents with your endorsed approval are to be filed in your records pursuant to Florida law.

Checks in the amount of \$150.00 each are enclosed and attached to each corporation's documents to cover the conversion and filing fees.

**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.

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

**LAKESIDE BABE, INC.**

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on September 1, 2006.
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:

N/A

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

**LAKESIDE BABE, LLC**

5. If not effective on the date of filing, enter the effective date: N/A

Signed this 12<sup>th</sup> day of January, 2007.

Signature of Authorized Person: \_\_\_\_\_

  
JAN-ERNST SANDIFORT, President

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is: LAKESIDE BABE, LLC.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

**Principal Office Address and Mailing Address:**

4450 E. Windmill Drive  
Apartment #107  
Inverness, Florida 34453

**ARTICLE III - Registered Agent, Registered Office  
& Registered Agent's Signature:**

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

JAN-ERNST SANDIFORT  
4450 E. Windmill Drive  
Apartment #107  
Inverness, Florida 34453

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated by this certificate, 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.*

  
\_\_\_\_\_  
Registered Agent's Signature

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TALLAHASSEE, FLORIDA

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**ARTICLE IV - Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

**Name and Address:**

Manager

Jan-Ernst Sandifort  
4450 E. Windmill Drive  
Apartment #107  
Inverness, Florida 34453

  
\_\_\_\_\_  
JAN-ERNST SANDIFORT, Manager

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(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)