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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

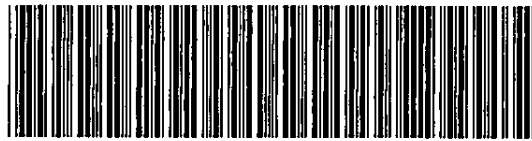
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DIVISION OF CORPORATION
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 12, 2007

WILLIAM T MCGOWIN IV
PO BOX 1287
MOBILE, AL 36633

SUBJECT: LARRY BATCHELOR MECHANICAL, LLC
Ref. Number: W07000001919

We have received your document for LARRY BATCHELOR MECHANICAL, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod
Document Specialist

Letter Number: 907A00002843

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OF COUNSEL:
WILLIS C. DARBY, JR.

*ALSO ADMITTED IN DC

January 5, 2007

State of Florida
Division of Corporations
Registration Section
Post Office Box 327
Tallahassee, Florida 32314

RE: Larry Batchelor Mechanical, LLC

Dear Sir or Madam:

Enclosed is a Certificate of Conversion to convert Larry Batchelor Mechanical, Inc., into Larry Batchelor Mechanical, LLC. Also enclosed are Articles of Organization for this LLC, and a check for \$185. Please accept these documents for filing, and return a certified copy and a Certificate of Status to me at the address shown above.

If you should have any questions or comments, do not hesitate to contact me at the address and phone number above.

Thank you for your acceptance of the enclosed.

Sincerely,



William T. McGowin, IV

WTMiv/ddn

cc: Larry Batchelor

**CERTIFICATE OF CONVERSION
FOR
CORPORATION
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following corporation into a Florida Limited Liability Company in accordance with §608.439 and §607.1113, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Larry Batchelor Mechanical, Inc.
2. The "Other Business Entity" is a business corporation first organized, formed or incorporated under the laws of Florida on July 2, 2003.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: Larry Batchelor Mechanical, LLC.
4. The corporation has been converted into a limited liability company in compliance with Chapters 607 and 608 of the Florida Statutes.
5. The principal office of the Florida Limited Liability Company is located at 237 Bulldog Road, Freeport, Florida 32439.
6. The Limited Liability Company has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under §607-1301-607.1333 of the Florida Statutes.
7. This conversion is effective upon filing.

Signed as of this 31st day of December, 2006.


Larry Batchelor, President

This instrument prepared by:
William T. McGowin, IV
Jackson Myrick, LLP
PO Box 1287
Mobile, AL 36633
(251) 432-1811 Telephone
(251) 433-1230 Facsimile

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DIVISION OF CORPORATION
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**ARTICLES OF ORGANIZATION
FOR
LARRY BATCHELOR MECHANICAL, LLC**

ARTICLE I
Name.

The name of the Limited Liability Company is: Larry Batchelor Mechanical, LLC.

ARTICLE II
Address.

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

237 Bulldog Road
Freeport, Florida 32439

ARTICLE III
Registered Agent, Registered Office & Registered Agent's Signature.

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

Larry Batchelor
237 Bulldog Road
Freeport, Florida 32439

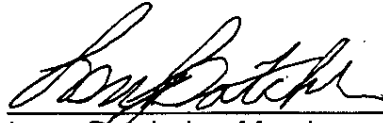
ARTICLE IV
Manager.

The name and address of the Manager are as follows:

Larry Batchelor
237 Bulldog Road
Freeport, Florida 32439

ARTICLE V
Effective date of filing.

Executed as of the 1st day of January, 2007.



Larry Batchelor, Member

ACCEPTANCE OF AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in 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.



Larry Batchelor

This instrument prepared by:
William T. McGowin, IV
Jackson Myrick, LLP
PO Box 1287
Mobile, AL 36633
(251) 432-1811 Telephone
(251) 433-1230 Facsimile