

LO70000014182

BORDELON & SCHULTZ LAW FIRM

P.L.

Established 1974

2721 Gulf Breeze Parkway
Gulf Breeze, Florida 32563
Tel (850) 934-1000
Fax (850) 934-1050

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

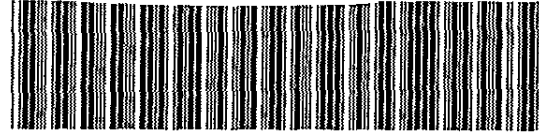
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FILED
07 FEB -7 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Colligan FEB -7 2007

CERTIFICATE OF CONVERSION
FOR
CHABOR COMPANY

FILED
07 FEB -7 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as President of ChaBor Company (the Corporation), first organized on October 28, 1996 per Florida Department of State, Division of Corporations Document Number P96000088921, and further acting under the direction and authority granted to him via a Unanimous Consent of the Board of Directors of ChaBor Company adopted on January 4, 2007 and a Unanimous Consent of the Shareholders of ChaBor Company adopted on January 4, 2007, does hereby make the following statements in compliance with Florida Statute 607.0120, to wit:

1. That the Corporation in compliance with the applicable Florida laws governing such conversions has been converted from a domestic corporation to a domestic limited liability company.

2. That the conversion complies with the Florida laws governing a domestic limited liability company.

3. That the Plan of Conversion was approved by the Corporation via a Unanimous Consent of the Board of Directors of ChaBor Company adopted on December 31, 2006 and a Unanimous Consent of the Shareholders of ChaBor Company adopted on January 4, 2007.

4. That the effective date of the conversion shall be January 4, 2007 or the date of filing of this Certificate if thereafter.


5. That the name of the Corporation be changed to ChaBor Company LC.

6. That the principal office of ChaBor Company LC will be 2721 Gulf Breeze Parkway, Gulf Breeze, FL 32563.

7. That ChaBor Company LC has agreed to pay any shareholders having appraisal rights the amount they are entitled under Florida Statutes 607.1301 - 607.1333.

8. That all actions heretofore taken by the Incorporator and other principals or agents, if any, on behalf of the Corporation be, and hereby are, ratified and approved.

Dated this 5th day of January, 2007.


John S. Bordelon, President

ARTICLES OF ORGANIZATION

OF

CHABOR COMPANY LC

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be "CHABOR COMPANY LC" ("Company").

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563, and the street address of the principal office of the Company shall be 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563.

ARTICLE III - DURATION

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is John S. Bordelon., 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563.

ARTICLE V - CAPITAL CONTRIBUTIONS

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

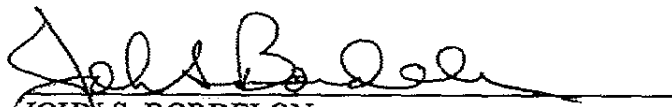
ARTICLE VIII - MANAGEMENT

The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

ARTICLE IX - AMENDMENT

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.


JOHN S. BORDELON

STATE OF FLORIDA
COUNTY OF SANTA ROSA

Sworn to and subscribed before me this 30th day of January, 2007, by JOHN S. BORDELON, who (✓) is personally known to me or who () has produced _____ as identification and who did not take an oath.



NOTARY PUBLIC

Commission No.

My Commission Expires



Rebecca E. Collins

My Commission DD315755

Expires June 18, 2008

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**



I, JOHN S. BORDELON, the designated registered agent of CHABOR COMPANY LC, do hereby certify that my address is 2721 Gulf Breeze Parkway, Gulf Breeze, Florida 32563, do hereby accept the designation and appointment as registered agent of CHABOR COMPANY LC, a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

DATED this 30th day of January, 2007.


JOHN S. BORDELON

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 30th day of January, 2007, by JOHN S. BORDELON who () is personally known to me or who () has produced a driver's license as identification and has taken an oath.


NOTARY PUBLIC
Commission No.: _____
Commission Expires: _____
 Rebecca E. Collins
My Commission DD318755
Expires June 18, 2008

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