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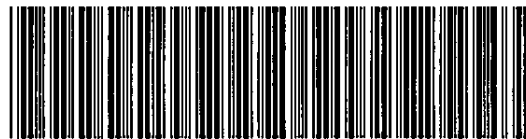
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Deerfield Suncoast, LLP

February 9, 2007
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Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X Conversion

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CERTIFICATE OF CONVERSION
of
DEERFIELD SUNCOAST, LLP
into
DEERFIELD SUNCOAST, LLC

This Certificate of Conversion is submitted to convert the following Florida limited liability partnership into a Florida Limited Liability Company in accordance with §620.8912 and §608.439 Florida Statutes.

1. The other entity, Deerfield Suncoast, LLP filed a Partnership Registration Statement and Statement of Qualification as a Florida limited liability partnership with the Florida Department of State on March 30, 2005. *GP0500000907*
2. The name of the other entity immediately prior to the filing of this Certificate of Conversion is Deerfield Suncoast, LLP.
3. The name of the Florida limited liability company into which the other entity converted is Deerfield Suncoast, LLC.
4. The conversion is to be effective upon the filing of the Certification of Conversion with the Florida Department of State.
5. The Plan of Conversion was approved by all of the partners of Deerfield Suncoast, LLP as required under §620.8912, Florida Statutes.
6. Deerfield Suncoast, LLP is the owner of certain real property located in Broward County, Florida and described on Exhibit "A" attached hereto.

Signed as of the 31ST day of JANUARY, 2007.

DEERFIELD SUNCOAST, LLP

By: 

Rogers K. Haydon, Jr.
Managing Partner

DEERFIELD SUNCOAST, LLC

By: 

Rogers K. Haydon, Jr.
Managing Member

EXHIBIT "A"

Legal Description

A portion of Parcel A, "LEDDS ENTERPRISES II", according to the plat thereof recorded in Plat Book 144, Page 20, of the public records of Broward County, Florida, more particularly described as follows:

Commence at the Southwest corner of said Parcel A; thence along the West line of said Parcel A, North 00°55'48" East, 344.79 feet to the Point of Beginning; thence along said West line, continue North 00°55'48" East, 436.18 feet; thence South 89°59'59" East, 399.12 feet; thence South 00°49'22" West, 436.16 feet; thence North 89°59'59" West, 399.92 feet to the Point of Beginning.

ARTICLES OF ORGANIZATION
OF
DEERFIELD SUNCOAST, LLC

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The undersigned hereby certifies that he is one of the Members who is forming a Limited Liability Company under Florida Statutes Chapters 608. The following Articles of Organization are hereby adopted.

ARTICLE 1.
NAME

The name of the Limited Liability Company shall be DEERFIELD SUNCOAST, LLC.

ARTICLE 2.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date these Articles are filed with the Florida Department of State.

ARTICLE 3.
ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office of the Limited Liability Company is 15500 Roosevelt Boulevard, Suite 303, Clearwater, Florida 33760.

ARTICLE 4.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

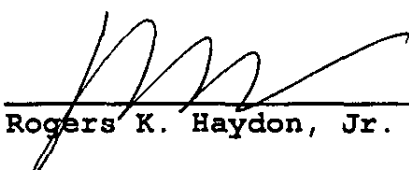
The address of the initial registered office of the Limited Liability Company is 15500 Roosevelt Boulevard, Suite 303, Clearwater, Florida 33760 and the name of its initial registered agent at such address is Rogers K. Haydon, Jr.

ARTICLE 5.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

The undersigned, being one of the Members of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Deerfield Suncoast, LLC.

Executed by the undersigned on January 31, 2007.



Rogers K. Haydon, Jr.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for Deerfield Suncoast, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 31 day of January, 2007.



Rogers K. Haydon, Jr.