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LAW OFFICE

RARICK & ASSOCIATES, P.A.

The Colonnade at Miami Lakes 6500 Cowpen Road, Suite 204 Miami Lakes, Florida 33014

Phillip B. Rarick* Astrida Rodriguez Ritu Airan Mauskar Telephone (305) 556-5209 Facsimile (305) 362-9525 E-Mail: RMauskar@Raricklaw.Com Web Site: RarickLaw.Com

*Also admitted in Indiana & Virginia

Legal Assistant: Glenilda Quezada

February 16, 2007

VIA US MAIL

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Conversion of GONKA INVESTORS, INC. to GONKA INVESTORS, LLC

Dear Secretary of State:

Enclosed are the following documents for filing:

- 1. Certificate of Conversion for GONKA INVESTORS, INC.;
 - 2. Articles of Organization for GONKA INVESTORS, LLC;
 - 3. Check in the amount of \$150.00 for filing fees.

Please feel free to contact me should you have any questions or need further information.

Sincerely

Ritu Airan Mauskar, Esq.

Associate Attorney

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Enclosures as stated

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CERTIFICATE OF CONVERSION For Florida For-Profit Corporation Into Florida Limited Liability Company

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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: GONKA INVESTORS, INC. P96-11055
- 2. The "Other Business Entity" is a <u>Corporation</u> first organized, formed or incorporated under the laws of Florida on <u>February 5, 1996</u>.
- 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: <u>GONKA INVESTORS, LLC</u>

Signed this / I day of February, 2007.

EDUARDO GONZALEZ-BLANCO, M.D.

President, Gonka Investors, Inc.

CLARA GONZALEZ-BLANCO

Manager, Gonka Investors, LLC

ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY GONKA INVESTORS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I Name:

The name of the Limited Liability Company is: GONKA INVESTORS, LLC, hereafter referred to as the "Company".

ARTICLE II Address:

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

1111 12th Street, Suite 108 Key West, FL 33040

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

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

PHILLIP B. RARICK 6500 Cowpen Road, Suite 204 Miami Lakes, FL 33014

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 in Chapter 608, F.S.

PHILLIP B. KARICK

DATE: February / 2.2007

Article IV - Management

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company. The manager of the limited liability company, and their address is:

CLARA GONZALEZ-BLANCO 39 Cypress Avenue Key West, FL 33040

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this $\cancel{/}$ day of February, 2007.

CLARA GONZALEZ-BLANCO Manager

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

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