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TALL ANASSES FLURIDA

Office Use Only

LES 107

John J. Lynch Crackers of Pinellas, L.L.C. (FKA Crackers of Pinellas, Inc.) 14955 Gulf Blvd. Madeira Beach, FL 33708

December 14, 2006

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

Re: Crackers of Pinellas, L.L.C.

Dear Sir or Madam:

Enclosed please find the original of the Certificate of Conversion and Articles of Organization, together with a check in the amount of \$155.00. This represents the cost of the filing fees and Certificate of Status

Very truly yours,

Crackers of Pinellas, L.L.C.

Enclosures

check stapled here



FLORIDA DEPARTMENT OF STATE Division of Corporations

January 8, 2007

JOHN J. LYNCH 14955 GULF BLVD. MADEIRA BEACH, FL 33708

SUBJECT: CRACKERS OF PINELLAS, L.L.C.

Ref. Number: W07000000911

O7 JAN -5 AM 3:51

We have received your document for CRACKERS OF PINELLAS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

The effective date cannot be prior to 01/05/07, the date received by this office.,

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) 245-6984.

Deborah Bruce Document Specialist

Letter Number: 907A00001440

CERTIFICATE OF CONVERSION

FOR

"OTHER BUSINESS ENTITY"

into

FLORIDA LIMITED LIABILITY COMPANY

O7 JAN -5 AH 3: 51
SECRETARY OF STATE
TALLAHASSEE FLORID

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 section 608.439, Florida Statutes.

ARTICLE I - PREVIOUS NAME

The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Crackers of Pinellas, Inc.

ARTICLE II - ENTITY TYPE

The "Other Business Entity" is a corporation, first organization, formed under the laws of the State of Florida on February 22, 1996.

ARTICLE III - JURISDICTION

The jurisdiction of the "Other Business Entity" has not changed since the filing of the Articles of Incorporation in Florida on February 22, 1996.

ARTICLE IV - NEW NAME

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Crackers of Pinellas, LLC.

5-07

ARTICLE V - EFFECTIVE DATE

The change of entity type is effective as of January 5, 2007.

IN WITNESS WHEREOF, the undersigned subscriber has executed this Certificate of Conversion this 21 H day of December, 2006.

John J/Lynch

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John J. Lynch, known to me to be the person who executed the foregoing Certificate of Conversion, and who acknowledged before me that he executed this Certificate of Conversion

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 27th day of December, 2006.

Notacy Public, State of Florida at Large

My Commission Expires:

Daniel J. Chechele Commission # DD501296 Expires: FEB. 03, 2010 Bonded Thru Atlantic Bonding Co., Inc.

ARTICLES OF ORGANIZATION

of

CRACKERS OF PINELLAS, L.L.C.

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a professional limited liability company under the laws of the State of Florida.

ARTICLE I - ORGANIZATION NAME

The name of the organization is Crackers of Pinellas, L.L.C.

ARTICLE II - DURATION

The limited liability company shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The limited liability company is organized for the purpose of engaging in any lawful business or activity permitted under the laws of the State of Florida or the United States of America.

ARTICLE IV - ORGANIZATION OFFICE

The organization's principal office address shall be as follows:

14955 Gulf Blvd. Madeira Beach, FL 33708

The organization's mailing address shall be as follows:

14955 Gulf Blvd. Madeira Beach, FL 33708



ARTICLE V - REGISTERED OFFICE AND AGENT & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the Registered Office and Agent of this Organization is:

John J. Lynch 156 Estelle Drive Naples, FL 34112

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.

John J./Lynch, Registered Agent

ARTICLE VI - MANAGERS

This organization shall have one (1) manager. The number of managers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the manager of the organization is as follows:

John J. Lynch 156 Estelle Drive Naples, FL 34112



ARTICLE VII - SIGNER

The name and address of the person signing these Articles of Organization is as follows:

John J. Lynch 156 Estelle Drive Naples, FL 34112

ARTICLE VIII – MANAGEMENT

The Limited Liability Company is to be managed by one or more managers who are also members and is, therefore, a member – managed company.

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IN WITNESS WHEREOF, the undersigned subscriber has execu	ited Th	ese	CHAPTE
Articles of Organization this 21th day of December, 2006	> 20	S	J k
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COUNTY OF PINELLAS)	<u> </u>		

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John J. Lynch, known to me to be the person who executed the foregoing Articles of Organization, or who presented _______ as identification, and who acknowledged before me that he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _\[\lambda 11\] day of December, 2006.

Notary Public, State of Florida at Large

My Commission Expires:

