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#### **COVER LETTER**

TO: Registration Section Division of Corporations
SUBJECT: EBANDO 1 T BRODUCTION LL (Name of Resulting Florida Limited Company)
The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.
Please return all correspondence concerning this matter to:
SARAM O Grandoit (Contact Person)  CBRNDO! T PRODUCTION LLC (Firm/Company)
2252 Glasfelm (Rele (Address)
Was & Melbaurne & L32904 (City, State and Zip Code)
For further information concerning this matter, please call:    Ham Brandol at (38/) 28-9/50     (Name of Contact Person) (Area Code and Daytime Telephone Number)
Enclosed is a check for the following amount:
\$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)  \$155.00 Filing Fees and Certified Copy  \$180.00 Filing Fees and Certified Copy  Certified Copy, and Certificate of Status
STREET ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301  MAILING ADDRESS: Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314



### FLORIDA DEPARTMENT OF STATE Division of Corporations

May 2, 2007

HIRAM O. GRANDOIT GRANDOIT PRODUCTION LLC 2252 GLASBERN CIR. WEST MELBOURNE, FL 32904

SUBJECT: GRANDOIT PRODUCTION LLC

Ref. Number: W07000021139

We have received your document for GRANDOIT PRODUCTION LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date listed in #5 of the Certificate of Conversion cannot be prior to the date we received your documents. We received your documents on April 30, 2007. Please amend #5 accordingly.

Please remove "Articles of Incorporation" from the opening paragraph of the Articles of Organization.

The commencement date of the resulting limited liability company will be January 27, 2006, the date the corporation's existence became effective, in accordance with the applicable Florida Statute. Please amend Article II of the Articles of Organization accordingly.

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) 245-6911.

Letter Number: 307A00030625

Brenda Tadlock Senior Section Administrator

# Certificate of Conversion For "Other Business Entity" Into Florida Limited Liability Company

SECRETARY OF STATIONS
DIVISION OF CORPORATIONS
OF APR 30 PM 1: 17

This Certificate of Conversion <u>and attached Articles of Organization</u> 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: 106-1639
(Enter Name of Other Business Entity)
2. The "Other Business Entity" is a
first organized, formed or incorporated under the laws of Flow da Anti-Val de (Enter state, or if a non-U.S. entity, the name of the country)
on Flanary 0/ 2 DG affective January 27, 2006. (Enter date "Other Business Entity" was first organized, formed or incorporated)
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:
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
GRANDOIT PRODUCTION WC
(Enter Name of Florida Limited Liability Company)
Page 1 of 2  H 30
Effective Date

5. If not effective on the date of filing, enter the effective date: <u>April 30</u>, 2007. (The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this <u>07</u> day of <u>April 2</u>

Signature of Authorized Person:

Printed Name: HIKAND CHANDO, Title: Ow

#### Fees:

Certificate of Conversion: \$25.00 Fees for Florida Articles of Organization:

\$125.00

Certified Copy:

\$30.00 (Optional)

Certificate of Status:

\$5.00 (Optional)

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I

The name of the Limited Liability Company is GRANDOIT PRODUCTION LLC

#### **ARTICLE II**

This Limited Liability Company date of the resulting limited liability company will be January 27, 2006.

#### ARTICLE III

The purpose of this Limited Liability Company is to engage in any business lawful under the laws of the State of Florida and the United States.

#### ARTICLE IV

The initial street and mailing address of the principal place of business of the Limited Liability Company is: 2252 Glasbern Circle West Melbourne, FL 32904
The name of the initial registered agent of this Limited Liability Company at that address is Hiram O Grandoit

#### ARTICLE V

The names and addresses of the persons who shall manage as managers until the first annual meeting of the shareholders, or until successors have been elected and qualified, are as follows:

Title: MGR Hiram O Grandoit 2252 Glasbern Circle West Melbourne, FL 32904

Title: MGR

Marie Jeanne Cazeau 2252 Glasbern Circle West Melbourne, FL 32904

The managers of this Limited Liability Company shall adopt Bylaws which shall contain provisions for the management of the business and the regulation of the affairs of the Limited Liability Company that are not inconsistent with the Articles or the laws of the State of Florida.

#### **ARTICLE VI**

The Managers shall have the power to amend or supplement the Articles of Limited Liability Company when approved by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Organization in Palm Bay, Brevard County, Florida, and these May 1,2007

Hiram O Grandoit

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said organization.

Hiram O Grandoit

Registered Agent