

607 0000 61724

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

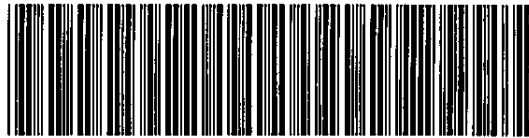
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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06/11/07--01063--017 **900.00

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2007 JUN 11 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

607-61724
JR

EVANS & LUPTAK, P.L.C.

Attorneys at Law
7457 Franklin Road, Suite 250
Bloomfield Hills, Michigan 48301
<http://www.evansluptak.com>

Andrew A. Ayar
*Admitted to Practice in
Michigan and Florida*

Telephone: (248) 406-5100
Facsimile: (248) 406-5111
Direct Dial: (248) 539-2008
E-Mail: aayar@evansluptak.com

June 5, 2007

Florida Dept. of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
(850) 245-6051

Re: Certificates of Conversion and Articles of Organization

Dear Sir/Madam:

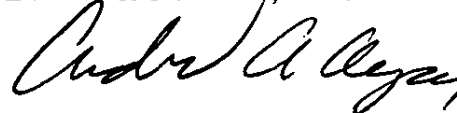
Enclosed for filing in your usual manner please find one (1) original copy of Certificate of Conversion For "Other Business Entity" Into Florida Limited Liability Company and Articles of Organization for each of the following entities:

1. EMP, LLC,
2. LMP Group LLC,
3. Maximilian LLC,
4. Mayfair Associates, L.L.C.,
5. NDL2, L.L.C., and
6. Southgate L.L.C.

Also enclosed is a check in the amount of \$900.00 to cover the collective filing fee for the above documents. If you should have any questions or concerns, please call me at (248) 539-2008. Your assistance in this matter is greatly appreciated. Thank you.

Very truly yours,

EVANS & LUPTAK, P.L.C.



Andrew A. Ayar

AAA/mbt
Enclosure(s)

G:\DOCS\000506\006473\LTR\A74773.DOC

Branch Offices

18720 Mack Avenue • Suite 220 • Grosse Pointe Farms, MI 48236 • (248) 406-5100 • Fax (313) 963-8252
2201 N.W. Corporate Blvd. • Suite 104 • Boca Raton, FL 33431 • (561) 443-4343 • Fax (561) 443-2877

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EMP, LLC

(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:

Andrew A. Ayar, Esquire

(Contact Person)

Evans & Luptak, P.L.C.

(Firm/Company)

7457 Franklin Road, Suite 250

(Address)

Bloomfield Hills, Michigan 48301

(City, State and Zip Code)

For further information concerning this matter, please call:

Andrew Ayar

(Name of Contact Person)

at (248) 539-2008

(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 Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
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

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

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

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:
EMP, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Nevada
(Enter state, or if a non-U.S. entity, the name of the country)

on November 7, 2002
(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**:

EMP, LLC

(Enter Name of Florida Limited Liability Company)

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SECRETARY OF STATE
TREASURY

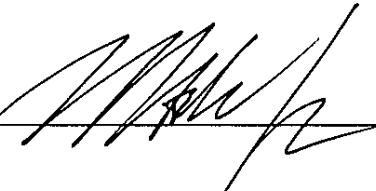
FILED

make sure
to date.

date of filing, enter the effective date: _____.
cannot be prior to nor more than 90 days after the date this
Florida Department of State; **AND 2)** must be the same as the
the attached Articles of Organization, if an effective date is
listed therein.)

Signed this 23 day of May 2007.

Signature of Authorized Person: _____



Printed Name: Markus Jakobson Title: Authorized Representative

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 - Name:

The name of the Limited Liability Company is:

EMP, LLC

(Must end with the words "Limited Liability Company, "Limited Company" or their abbreviation "LLC," or "L.C.,")

ARTICLE II - Address:

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

Principal Office Address:

31731 Northwestern Hwy.
Suite 250W
Farmington Hills, MI 48334

Mailing Address:

2201 N.W. Corporate Blvd.
Suite 100
Boca Raton, Florida 33431

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Markus Jakobson

Name

2201 N.W. Corporate Blvd., Suite 100

Florida street address (P.O. Box **NOT** acceptable)

Boca Raton FL **33431**

City, State, and Zip

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..

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Mayfair General Corporation

31731 Northwestern Hwy., # 250W

Farmington Hills, Michigan 48334

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____
(OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE


Signature of a member or an authorized representative of a member.

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

Markus Jakobson, authorized representative

Typed or printed name of signee

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)