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(Business Entity Name)

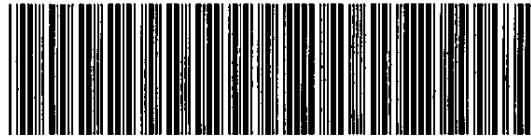
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W07-30364

JB

GORNTO & GORNTO, P.A.

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June 25, 2007

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Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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DIVISION OF CORPORATIONS
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Re: Ocala North Partnership, LLC

Dear Sir or Madam:

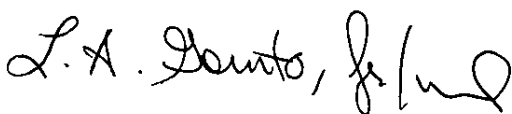
Enclosed are the original and one copy of the proposed Articles of Organization for the above named limited liability company. Also enclosed is an original and one copy of the Certificate of Conversion to convert Ocala North Partnership, LLP, a Florida limited liability partnership, to Ocala North Partnership, LLC.

I would appreciate your filing these documents upon receipt and forwarding one certified copy of the Articles of Organization and Certificate of Conversion to me by U.S. Mail on the date of filing.

I have enclosed a check in the amount of \$180.00 for all costs, including filing fees.

Thank you for your assistance in this matter.

With kindest regards,



L. A. Gornto, Jr.
LAG/ml
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 27, 2007

L.A. GORNTA, JR.
GORNTA & GORNTA, P.A.
149 SOUTH RIDGEWOOD AVENUE, SUITE 550
DAYTONA BEACH, FL 32114

SUBJECT: OCALA NORTH PARTNERSHIP, LLC
Ref. Number: W07000030364

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We have received your document for OCALA NORTH PARTNERSHIP, LLC and your check(s) totaling \$180.00. 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 name of the entity cannot include "PARTNERSHIP." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout 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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 407A00041986

CERTIFICATE OF CONVERSION

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Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

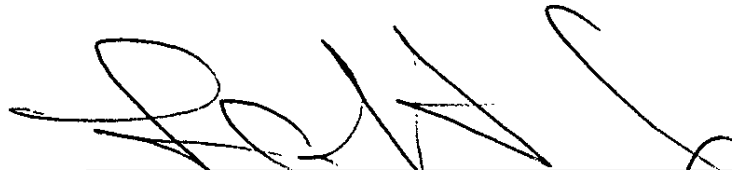
Ocala North Partnership, a limited liability partnership

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: June ²¹~~26~~, 2007
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: _____.

THIRD: The name of the limited liability company as set forth in the attached Articles of Organization is:

Ocala North Partnership, LLC



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.)

L. A. Gornto, Jr. - Authorized Representative
Typed or Printed Name of Signee

ARTICLES OF ORGANIZATION
of
OCALA NORTH PARTNERSHIP, LLC
A Florida Limited Liability Company

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ARTICLE 1
NAME

The name of this limited liability company is Ocala North Partnership, LLC.

ARTICLE 2
PERIOD OF DURATION

The period of duration of this limited liability company is perpetual. The date with which the existence of this limited liability company begins shall be June 26, 2007.

ARTICLE 3
PURPOSE

The purpose for which this limited liability company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which the company may conduct business. This limited liability company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to provide services and products, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this limited liability company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this limited liability company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this limited liability company.

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this limited liability company are as follows:

444 Seabreeze Blvd., Suite 1000
Daytona Beach, FL 32118

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this limited liability company in the State of Florida are as follows:

Name: L. A. Gornito, Jr., Esq.
Street Address: 444 Seabreeze Blvd., Suite 200
Daytona Beach, FL 32118


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ARTICLE 6
MANAGEMENT

The limited liability company is to be managed by its Manager and is therefore a manager managed company.

EXECUTION

The undersigned authorized representative of this limited liability company executes these articles of organization this 26th day of June, 2007.

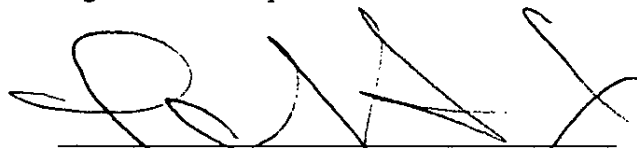


L. A. Gornito, Jr., Authorized Representative

STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated June 26, 2007.



L. A. Gornito, Jr.