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TALLAHASSEE, FLORIDA

NRC

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June 11, 2007

VIA U.S. REGULAR MAIL

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

Re: San Ann Management Corporation Conversion into San Ann Management, LLC

To Whom It May Concern:

Enclosed, please find the following documents submitted to convert San Ann Management Corporation, a Florida corporation, into San Ann Management, LLC, a Florida limited liability company, in accordance with §608.439, Florida Statutes:

1. Certificate of Conversion;
2. Articles of Organization;
3. This firm's check in the amount of \$155.00, which represents your office's filing fee for the conversion, for the Articles of Organization, and a certificate of status.

Please direct all correspondence relative to this matter to this firm's attention, at the address indicated herein.

If you have any questions, or need any additional information, please feel free to contact me at (352) 567-2500.

Very Truly Yours,

JOHNSON, AUVIL, BROCK & WILSON, P.A.

Sheada Madani

Sheada Madani
SM/beh
cc: San Ann Management
(Enclosures as Indicated)

CERTIFICATE OF CONVERSION
FOR
SAN ANN MANAGEMENT CORPORATION
INTO
SAN ANN MANAGEMENT, LLC

FILED
07 JUN 25 PM 4: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA.

THIS CERTIFICATE OF CONVERSION, and the Articles of Organization, a copy of which is attached hereto as Exhibit "A", are submitted in accordance with §608.439, Florida Statutes, to convert SAN ANN MANAGEMENT CORPORATION, a Florida corporation, into SAN ANN MANAGEMENT, LLC, a Florida limited liability company.

1. The name of the converting Florida Corporation immediately prior to the filing of this Certificate of Conversion is, SAN ANN MANAGEMENT CORPORATION.

2. SAN ANN MANAGEMENT CORPORATION is a Florida corporation, first organized, formed, and incorporated under the laws of the State of Florida on January 27, 2005, effective January 22, 2005.

3. The name of the Florida limited liability company, as set forth in the Articles of Organization, attached hereto as Exhibit "A" and incorporated herein by reference, is SAN ANN MANAGEMENT, LLC.

EXECUTED this 11th day of June, 2007.



SHEADA MADANI, ORGANIZER
Johnson, Auvil, Brock & Wilson, P.A.

ARTICLES OF ORGANIZATION
OF
SAN ANN MANAGEMENT, LLC

FILED
07 JUN 25 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certifies that TIMOTHY NEWLON, WARREN A. NEUMANN, and JOSEPH NEWLON, have associated together for the purpose of becoming a limited liability company as defined in Section 608.402 of the Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be SAN ANN MANAGEMENT, LLC, and its principal office shall be located at 12146 Curley Street, San Antonio, Florida 33576, and its mailing address shall be 12146 Curley Street, San Antonio, Florida 33576, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is located at 12146 Curley Street, San Antonio, Florida 33576, and the name of its registered agent at that address is TIMOTHY NEWLON.



ARTICLE III
PURPOSES AND POWERS

The limited liability company may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The limited liability company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV
DURATION

The limited liability company's duration shall be perpetual. Corporate existence shall commence upon filing by the Department of State.

ARTICLE V
MANAGEMENT

The limited liability company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

The limited liability company shall be managed by three (3) members. The name and address of the persons who shall serve until the first annual meeting of members or until a successor is elected and qualified is as follows:

Timothy Newlon
Post Office Box 913
San Antonio, FL 33576
Managing Member

Warren A. Neumann
Post Office Box 1207
San Antonio, FL 33576
Managing Member

Joseph Newlon
Post Office Box 547
San Antonio, FL 33576
Managing Member

ARTICLE VI
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by vote of the holders of a majority of the then-outstanding and not returned capital of the limited liability company. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the vote of the members holding a majority of the then-outstanding and not returned capital of the company.

ARTICLE VII
CAPITAL CONTRIBUTIONS

Capital contributions of cash shall be paid to the limited liability company by the members in an amount to be determined by the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. The undersigned, constituting all members of the limited liability company, or authorized to sign by all members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of SAN ANN MANAGEMENT, LLC.

EXECUTED by the undersigned at Dade City, Florida, on this 11th day of June, 2007.

BY: Sheada Madani
Sheada Madani, Organizer
Johnson, Auvil, Brock & Wilson, P.A.

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF PASCO

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is SAN ANN MANAGEMENT, LLC.

The name of the registered agent for SAN ANN MANAGEMENT, LLC, is TIMOTHY NEWLON, and the street address of company's registered office where the agent is located is 12146 Curley Street, San Antonio, Florida 33576.

This statement is to acknowledge that, as indicated above, SAN ANN MANAGEMENT, LLC, has appointed TIMOTHY NEWLON, as its registered agent to accept service of process for the company at the place designated above in this certificate. He accepts this appointment as registered agent, and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as registered agent.

DATED: June 11, 2007.

Timothy Newlon

TIMOTHY NEWLON
Registered Agent