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(Business Entity Name)

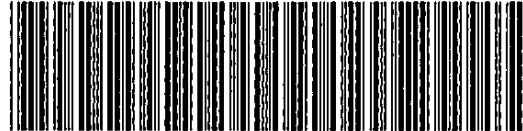
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July 18, 2007

CORPORATION NAME (S) AND DOCUMENT NUMBER(S):

Thistledown Farm, Inc. into Thistledown Farm, LLC

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Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X Conversion

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TALLAHASSEE, FLORIDA

**Certificate of Conversion
For
Florida Profit Corporation
Into
Florida Limited Liability Company**

This Certificate of Conversion and attached Articles of Organization are submitted in accordance with s. 608.439, Florida Statutes, to convert the following **"Other Business Entity", a Florida Profit Corporation, into a Florida Limited Liability Company.**

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **Thistledown Farm, Inc.**

2. The "Other Business Entity" is a corporation organized, formed or incorporated under the laws of the State of Florida on **April 17, 1989.** *K 81006*

3. The jurisdiction of the "Other Business Entity" has not changed since its formation.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is **Thistledown Farm, LLC.**

5. The federal employer identification number (FEI Number) of **Thistledown Farm, LLC** shall be 592949782 thereby remaining the same as the "Other Business Entity".

6. This conversion shall be effective upon the date of filing this Certificate of Conversion and attached Articles of Organization with the Florida Department of State.

Signed this 18th day of July, 2007.

Thistledown Farm, Inc.

By:

James M. Thomas

Name: **James M. Thomas**

Its: **President, Shareholder and Sole Director**

**Articles of Organization
For
Florida Limited Liability Company**

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TALLAHASSEE, FLORIDA

Article I

The name of the Florida Limited Liability Company is **Thistledown Farm, LLC.**

Article II

The mailing address and street address of the principal office of the Limited Liability Company is **14908 Tilden Road, Winter Garden, FL 34787.**

Article III

The purpose for which this Limited Liability Company is organized is any and all lawful business.

Article IV

The name of the Registered Agent is **James M. Thomas** and whose Florida street address is **14908 Tilden Road, Winter Garden, FL 34787.**

Having been named as 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, Florida Statutes.


Registered Agent Signature

Article V

The effective date for this Limited Liability Company shall be the date of filing these Articles of Organization with the Florida Department of State.


James M. Thomas, Manager