

L07000117140

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

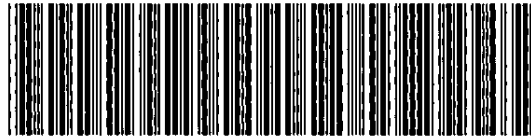
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07 NOV 21 AM 11:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
07 NOV 21 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 11/23/07



a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

November 21, 2007

EFFECTIVE DATE 11/21/07

FILED
07 NOV 21 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 7082459 SO
Customer Reference 1: None Given
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

NGMC Finance Corporation, IV (FL)
Conversion
Florida

NGMC Finance Company IV, LLC (FL)
Formation
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Christina McNeair
CL Operations Specialist
Christina.McNeair@wolterskluwer.com

EFFECTIVE DATE 11/23/07
CERTIFICATE OF CONVERSION

OF
NGMC FINANCE CORPORATION, IV
INTO
NGMC FINANCE COMPANY IV, LLC

FILED
07 NOV 21 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert NGMC FINANCE CORPORATION, IV, a Florida corporation, into a Florida limited liability company in accordance with Sections 607.1112 and 608.439, Florida Statutes.

1. The name of the corporation immediately prior to the filing of this Certificate of Conversion is NGMC FINANCE CORPORATION, IV, a Florida corporation (the "Converting Entity").

2. The date on which the original Certificate of Incorporation of the Converting Entity was filed with the Secretary of State of the State of Florida is August 7, 1984, under Document No. M03649.

3. The name of the Florida limited liability company into which the Converting Entity is being converted, as set forth in the attached Articles of Organization, is NGMC FINANCE COMPANY IV, LLC (the "Converted Entity").

4. The conversion of the Converting Entity into the Converted Entity shall be effective as of 11:59 P.M. (Eastern Time) on November 23, 2007.


5. The conversion of the Converting Entity into the Converted Entity is in accordance with Sections 607.1112 and 607.1113 of the Florida Business Corporation Act and Sections 608.439 and 608.4403 of the Florida Limited Liability Company Act.

6. A Plan of Conversion was duly adopted by the Converting Entity in accordance with the provisions of Section 607.1112(6) of the Florida Business Corporation Act.

7. The principal business of the Converted Entity is 700 N.W. 107th Avenue, Miami, Florida 33172.

8. The Converted Entity agrees to pay any shareholders of the Converted Entity having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the Florida Business Corporation Act.

Dated: November 19, 2007.


Cristina Pardo, Authorized Agent

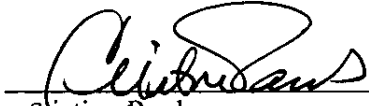
EFFECTIVE DATE 11/23/07

ARTICLES OF ORGANIZATION
OF
NGMC FINANCE COMPANY IV, LLC

FILED
07 NOV 21 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is NGMC FINANCE COMPANY IV, LLC.
2. The mailing address and the street address of the principal office of the limited liability company are 700 N.W. 107th Avenue, Miami, Florida 33172.
3. The name and street address of the initial registered agent of the limited liability company are C T Corporation System at 1200 South Pine Island Road, Plantation, Florida 33324.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the below named authorized representative of the member of the limited liability company effective as of the 23 day of November, 2007.


Cristina Pardo,
Authorized Representative

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated in this certificate, the undersigned hereby accepts its appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

C T Corporation System


By: _____
Print Name: Peter F. Souza
Title: Assistant Secretary