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(Business Entity Name)

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11/21

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sherman & Associates, LLC

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- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ☒ L.C. File *conversion*
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____

Signature _____

Requested by: *WC*

Date *11/21*

Time *11:00*

Name _____

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

FILED
07 NOV 21 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Sherman & Associates, Inc.
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Florida corporation
(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 Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 11/05/98
(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**:

Sherman & Associates, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 20 day of November 2007

Signature of Authorized Person: _____

Printed Name: Richard Chard Title: President of Chard Investigative
Services, Inc! (sole member of
Sherman & Associates, LLC

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
OF
SHERMAN & ASSOCIATES, LLC
(a Florida Limited Liability Company)

FILED
07 NOV 21 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

ARTICLE I
Name

The name of the limited liability company (hereinafter referred to as the "Company") shall be Sherman & Associates, LLC.

ARTICLE II
Duration

The Company shall exist perpetually from the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida unless sooner dissolved according to law.

ARTICLE III
Registered Agent and Office

The mailing address and street address of the principal office of the Company is 6900-29 Daniels Parkway #247, Fort Myers, FL 33912.

The Company's initial registered agent will be Richard Chard.

The Company's original registered office address, together with its principal place of business in Florida is 6900-29 Daniels Parkway #247, Fort Myers, FL 33912.

ARTICLE IV
Contributions

All initial amounts of capital contributions (including cash and/or any other property) shall be contributed by the members of the Company.

ARTICLE V Management

The Company will be managed by the member. The Company is therefore a member managed Company.

ARTICLE VI Additional members and transfer of membership

Additional members may be admitted to the Company upon the unanimous consent of all members of the Company unless any Operating Agreement adopted by the Company provides otherwise. No member shall have the right nor the ability to transfer any interest or membership in the Company without the prior written unanimous agreement of all of the members of the Company.

ARTICLE VII Indemnification and Liability

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in the manager's capacity as a manager, except that this Article VII does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute.

ARTICLE VIII Action of Members

Any action required by law to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members may be taken without a meeting without prior notice provided consent to the action shall be executed by the membership interest having not less than the minimum number of votes that would be necessary to take the action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members in accordance with this Article shall be provided to those members who did not consent in writing to the action.

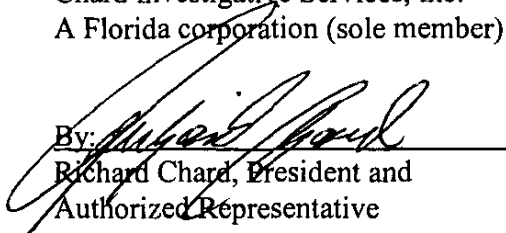
ARTICLE IX Effective Date

The undersigned executed these Articles of Organization effective as of the date of

execution of the Articles of Organization. The execution of these Articles of Organization constitutes an affirmation under penalty of perjury that the facts and matters are true as stated herein.

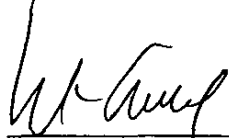
In Witness Whereof, the parties have entered into, executed and made these Articles of Organization as of the day first above written.

Member:
Chard Investigative Services, Inc.
A Florida corporation (sole member)

By: 
Richard Chard, President and
Authorized Representative

STATE OF FLORIDA)
COUNTY OF LEE)

SWORN TO and subscribed before me this 15 day of November, 2007, by Richard Chard, President of Chard Investigative Services, Inc., a Florida corporation, who [] is personally known to me or who [] has produced _____ as identification and who did take an oath.


Notary Public STATE OF FLORIDA
Marguerite G. Connell
Commission # DD538735
Expires: MAY 23, 2010
Bonded Thru Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Company, at the place designated in these Articles of Organization, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Richard Chard
Registered Agent