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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

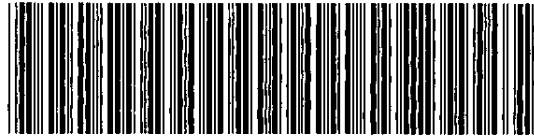
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Karn GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT partnership data  
DATE 11/30/07  
DOC. EXAM. \_\_\_\_\_

Office Use Only



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FILED  
07 NOV 29 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NOV 30 2007

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 317, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Dennis G. Corrick, Esq.

(Contact Person)

Dean, Mead, Minton & Zwemer

(Firm/Company)

1903 S 25th Street, Suite 200

(Address)

Fort Pierce, FL 34947

(City, State and Zip Code)

For further information concerning this matter, please call:

Dennis G. Corrick, Esq. at ( 772 ) 464-7700

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|--|---|---|--|

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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**CERTIFICATE OF CONVERSION OF UNINCORPORATED BUSINESS  
INTO 317, LLC**

**UNDER FLORIDA STATUTES § 608.439**

07 NOV 29 AM 11:06

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

It is hereby certified that:

1. J. DAVID RICHESON and BETTY N. MOORE ( the "Original Partners"), first established their unincorporated business as a partnership in 1983; *December 31, 1983*
2. J. David Richeson transferred his interest in the partnership to the JILES DAVID RICHESON REVOCABLE TRUST dated the 19<sup>th</sup> day of April, 2000, in 2000 (the "J. David Richeson Trust").
3. Upon the death of Betty N. Moore, her interest in the partnership was conveyed to her six children: JOSEPHINE L. CAMERON, JACQUELINE L. RUSSAKIS, SARAH LILLIAN YATES RICHESON, ERNEST CLAYTON YATES, JOSEPH W. YATES, JR., and DAVID W. YATES, in equal undivided shares.
4. The name under which the business entity operated immediately prior to the filing of this Certificate of Conversion was RICHESON & MOORE (the "Business");
5. Notwithstanding the fact that the real property situate in St. Lucie County, Florida more specifically described in Exhibit "A" attached hereto and made a part hereof (the "Real Property") was held of record in the name of the J. David Richeson Trust, Josephine L. Cameron, Jacqueline L. Russakis, Ernest Clayton Yates, Joseph W. Yates, Jr., David W. Yates, Sarah Lillian Yates Richeson, such Real Property was operated as a part of the Business, and treated in all respects as the property of the Business.
6. The name of the limited liability company into which the unincorporated business is converting, as set forth in the Articles of Organization filed of even date herewith, is 317, LLC; and
7. The effective date of this conversion to 317, LLC shall be the filing date of this certificate.
8. Upon the filing of the Articles of Organization and this Certificate of Conversion, pursuant to the provisions of Florida Statutes Section 608.439(6), the Real Property shall vest by operation of law in 317, LLC, a Florida limited liability company.

Dated: This 21 day of November, 2007

317, LLC, a Florida limited liability company

By: J. David Richeson  
J. David Richeson, Manager

**EXHIBIT "A"**

**LEGAL DESCRIPTION**

Lot 3, Block "A", of W. F. RICHARDS and JAMES ANDREW'S RESUBDIVISION of Lots 3, 4, 5, and 6 East of railway of TYLER'S SUBDIVISION of Lot 4, Sec. 10, T35S, R40E, being ANDREWS AND RICHARDS ADDITION TO FORT PIERCE, according to plat in Plat Book 1, Page 191, Public Records of St. Lucie County, Florida. LESS that parcel in Deed Book 76, Page 231, of the Public Records of St. Lucie County, and that parcel consisting of all property lying East of Indian River Drive (State Road 707) to the Indian River situated between straight line extensions of the above described property together with all riparian rights appertaining thereto.

*[Legal Description copied from Deed of Personal Representative Recorded in O.R. Book 1810, Page 858, Public Records of St. Lucie County, Florida]*

**ARTICLES OF ORGANIZATION OF  
317, LLC**

**FILED**  
**07 NOV 29 AM 11:07**  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is 317, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address, and the mailing address, of the principal office of the Company is 317 South Second Street, Fort Pierce, FL 34950.

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is 317 South Second Street, Fort Pierce, FL 34950. The name of the registered agent of the Company at that address is J. David Richeson.

**ARTICLE IV - MANAGEMENT**

The Company is to be a manager-managed company. The names and addresses of the initial managers of the Company are:

J. David Richeson  
317 South Second Street  
Fort Pierce, FL 34950

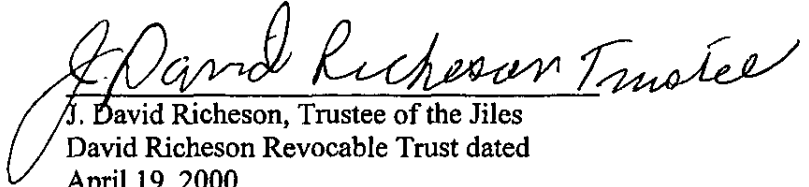
Jacqueline L. Russakis  
317 South Second Street  
Fort Pierce, FL 34950

**ARTICLE V - EFFECTIVE DATE**

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

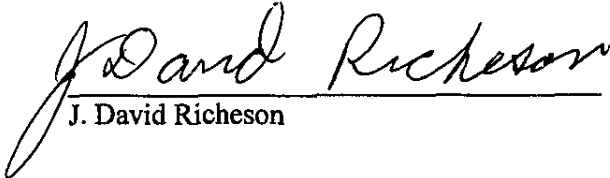
The undersigned member has made and subscribed these Articles of Organization this

21 day of ~~October~~, 2007.  
NOVEMBER

  
J. David Richeson, Trustee of the Jiles  
David Richeson Revocable Trust dated  
April 19, 2000

**STATEMENT OF ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
J. David Richeson

Date: ~~October~~ 21, 2007  
NOVEMBER

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TALLAHASSEE FLORIDA