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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

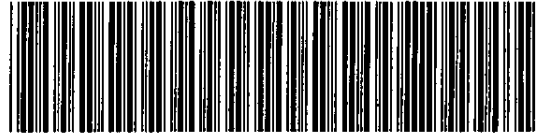
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEC - 6 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: C & S Venugopal, 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:

Lisa Braden
(Contact Person)

Lisa Braden, P.A.
(Firm/Company)
4623 Forest Hill Blvd.
Ste. 111
(Address)

West Palm Beach, Florida 33415
(City, State and Zip Code)

For further information concerning this matter, please call:

Lisa Braden at (561) 641-1888
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization) \$155.00 Filing Fees and Certificate of Status \$180.00 Filing Fees and Certified Copy \$185.00 Filing Fees, Certified Copy, and 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

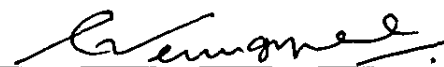
CERTIFICATE OF CONVERSION
FOR
C AND S VENUGOPAL, LLC
INTO
C & S VENUGOPAL, LLC

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following, C AND S VENUGOPAL, LLC, an Oklahoma limited liability company, (hereinafter called the "Foreign LLC") into C & S VENUGOPAL, LLC, a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

1. The name of the Foreign LLC immediately prior to the filing of this Certificate of conversion is C AND S VENUGOPAL, LLC.
2. The Foreign LLC is a limited liability company first organized under the laws of the State of Oklahoma on December 22, 2004.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is C & S VENUGOPAL, LLC.
4. The effective date of this conversion shall be the date and time of filing of this Certificate of Conversion and the attached Articles of Organization with the Florida Department of State.

IN WITNESS WHEREOF, we have executed this Certificate of Conversion on this 3rd day of December, 2007.


Chandra Venugopal
Manager/Member of Foreign LLC

Organizer of C & S Venugopal, LLC

Sushama Venugopal
Sushama Venugopal
Manager/Member of Foreign LLC
Organizer of C & S Venugopal, LLC

STATE OF FLORIDA)
COUNTY OF Polk)


Subscribed, sworn to and acknowledged before me by Chandra Venugopal and Sushama Venugopal, who are

personally known to me or
 presented their driver's license number _____ and
_____, respectively, issued by the State of Florida as
their personal identification

on this 3rd day of December, 2007

Debra J. Owens
Notary Public
State of Florida at Large

My Commission Expires:

 **DEBRA J. OWENS**
MY COMMISSION # DD 567391
EXPIRES: August 20, 2010
Bonded Thru Budget Notary Services

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ARTICLES OF ORGANIZATION

07 DEC -5 AM 10: 15

FOR

SECRETARY OF STATE
TALLAHASSEE FLORIDA

C & S VENUGOPAL, LLC

The undersigned being all of the members and organizers to these Articles of Organization do hereby form a Limited Liability Company under the provisions of the Florida Limited Liability Company Act.

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company (hereinafter called "Company") shall be C & S VENUGOPAL, LLC.

ARTICLE II - PURPOSE

The purpose of this Company shall be generally to engage in real estate investment and management and any other lawful business activity.

ARTICLE III - MANAGEMENT OF THE BUSINESS

The business shall be managed by Chandra Venugopal and Sushama Venugopal.

ARTICLE IV - MEMBERSHIP

The members of the Company shall be:

Chandra Venugopal
14728 Rolling Rock Place
Wellington, Florida 33414

Sushama Venugopal
14728 Rolling Rock Place
Wellington, Florida 33414

ARTICLE V - TERM OF EXISTENCE

The existence of the Company shall commence as of the date and time upon which these Articles of Organization are filed with the Florida Department of State. This Company shall exist perpetually unless dissolved according to law.

ARTICLE VI - MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and street address of the Company shall be:

14728 Rolling Rock Place
Wellington, Florida 33414


ARTICLE VII - NAME AND STREET ADDRESS OF REGISTERED AGENT

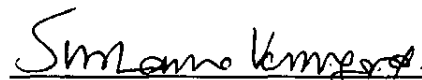
The name of the initial registered agent of the corporation is Lisa Braden. The street address of the registered agent is:

4623 Forest Hill Blvd, Ste 111
West Palm Beach, FL 33415

IN WITNESS WHEREOF, I have executed these Articles of Organization on this

3rd day of December, 2007.


Chandra Venugopal

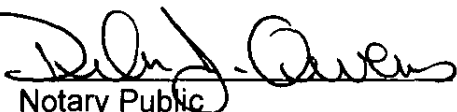

Sushama Venugopal

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

Subscribed, sworn to and acknowledged before me by Chandra Venugopal and Sushama Venugopal who are

personally known to me or
 presented their driver's license number _____ and
_____, respectively, issued by the State of Florida as their
personal identification

on this 3rd day of December, 2007.


Notary Public
State of Florida at Large

My Commission Expires:




DEBRA J. OWENS
MY COMMISSION # DD 567391
EXPIRES: August 20, 2010
Bonded Thru Budget Notary Services

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of Florida Statutes Section 608.415, the undersigned does hereby accept her appointment as registered agent on whom process may be served within the State of Florida and agrees to act in this capacity for the limited liability company named in the foregoing Articles of Organization. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned duties, and is familiar with and accepts the obligations of her position as registered agent.

On this 3rd day of December, 2007.



Lisa Braden

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SECRETARY OF STATE
TALLAHASSEE FLORIDA