

LU7000127817

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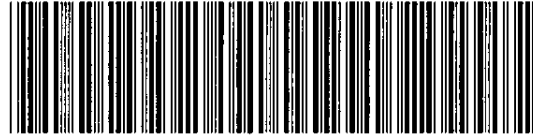
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CORPORATION SERVICE COMPANY

EFFECTIVE DATE

1/1/08

ACCOUNT NO. : 072100000032

REFERENCE : 379232 4340257

AUTHORIZATION :

[Signature]

COST LIMIT : \$ 150.00

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TALLAHASSEE, FLORIDA

ORDER DATE : December 27, 2007

ORDER TIME : 10:0 AM

ORDER NO. : 379232-010

CUSTOMER NO: 4340257

DOMESTIC AMENDMENT FILING

NAME: PREISS PERFORMANCE, LTD.

EFFECTIVE DATE: 01/01/2008

XX CERTIFICATE OF CONVERSION
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____

File 2nd

EFFECTIVE DATE

1/1/08

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TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION

for the conversion of

**PREISS PERFORMANCE, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

A9600002392

Into

**PREISS PERFORMANCE, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and the attached Articles of Organization are submitted for the conversion of **PREISS PERFORMANCE, LTD.**, a Florida Limited Partnership (the "Limited Partnership") into **PREISS PERFORMANCE, LLC**, a Florida Limited Liability Company (the "Limited Liability Company") in accordance with §620.2104, Florida Statutes (2007).

1. The name of the Limited Partnership immediately prior to the filing of this Certificate of Conversion is: **PREISS PERFORMANCE, LTD.**, having registered under a Certificate of Limited Partnership, dated December 19, 1996.
2. The name of the Limited Liability Company as set forth in the attached Articles of Organization is: **PREISS PERFORMANCE, LLC**, a limited liability company organized and existing under the laws of the State of Florida.
3. The Limited Partnership has converted into the Limited Liability Company in compliance with Chapter 620, Florida Statutes (2007), and in accordance with the governing laws of the Limited Liability Company.
4. The Plan of Conversion was approved by the Limited Partnership in compliance with Chapter 620, Florida Statutes (2007), and in accordance with the governing laws of the Limited Liability Company.
5. The effective date for this filing is January 1, 2008.

Signed this 21st day of December, 2007.

**PREISS PERFORMANCE, LTD.,
By: PREISS PERFORMANCE, INC.,
General Partner**

Sofia N. Preiss

Sofia N. Preiss, President

EFFECTIVE DATE 1/1/08

ARTICLES OF ORGANIZATION
OF
PREISS PERFORMANCE, LLC

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TALLAHASSEE, FLORIDA

The undersigned organizer, who is the authorized representative of Preiss Performance, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is Preiss Performance, LLC.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office and mailing address of the Company are 2983 Golden Eagle Drive East, Tallahassee, Florida 32312.

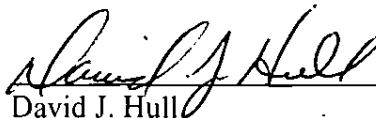
ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are David J. Hull, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE IV - EFFECTIVE DATE

The effective date for the filing of these Articles of Organization is January 1, 2008.

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 14th day of December, 2007.




David J. Hull
Authorized Representative

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, PREISS PERFORMANCE, LLC, A FLORIDA LIMITED LIABILITY COMPANY, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Preiss Performance, LLC.
2. The name and the Florida street address of the registered agent and office are David J. Hull, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

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, David J. Hull hereby accepts the appointment as registered agent and agrees to act in this capacity. David J. Hull further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, F.S.


David J. Hull

Date: December 14, 2007