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TALLAHASSEE, FLORIDA

D. BRUCE

JAN 11 2008

EXAMINER

EFFECTIVE DATE 1-11-08

COVER LETTER

Date: JANUARY 8, 2008

TO: Registration Section

Division of Corporations

SUBJECT: CAREPRO INTERNATIONAL, LLC

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:

Joe ThurdeKoos MCT Realty, LLC 4301 Vineland Road, Suite E-6 Orlando, FL 32811

For further information concerning this matter, please call:

Joe ThurdeKoos at (407) 481-2034

Enclosed is a check for the following amount:

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

"Other Business Entity"

Into

Florida Limited Liability Company

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 1. The name of the "Other Business Entry" Influence of Conversion is: CAREPRO INTERNATIONAL, CORP. \$\int 0.3000173933
- 2. The "Other Business Entity" is a CORPORATION first organized, formed or incorporated under the laws of FLORIDA on JULY 3, 2003.
- 3. The jurisdiction of the "Other Business Entity" remained under the laws of FLORIDA for the entire period of the Entity's existence.
- 4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: CAREPRO INTERNATIONAL, LLC.
- 5. If not effective on the date of filing, enter the effective date: JANUARY 11, 2008.

Signed this 8th day of JANUARY, 2008.

Signature of Authorized Person:

Printed Name: MARIA THURDEKOOS Title: MGR

Fees:

Certificate of Conversion:

\$25.00

Fees for FL Articles of Organization: \$125.00

Certified Copy:

\$30.00 (Optional)

Certificate of Status:

\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: <u>CAREPRO INTERNATIONAL, LLC</u>.

ARTICLE II - Address:

The mailing address and street address of the principal office of the LLC is:

Principal Office Address:

4301 Vineland Road Suite E-6 Orlando, FL 32811

Mailing Address:

4301 Vineland Road Suite E-6 Orlando, FL 32811

ARTICLE III -

Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Carlos ThurdeKoos 4301 Vineland Road Suite E-6 Orlando, FL 32811 08 JAN | | AM | |: LB SECRETARY OF STATE TALLAHASSEE, FLORIDA

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F_rS .

Registered Agent's Signature

(CONTINUED)
Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:	Name and Address:			
MGR	Maria A. ThurdeKoos 4301 Vineland Road, Suite E-6 Orlando, FL 32811			
MGRM	Dr. Luis A. Sosa 4301 Vineland Road, Suite E-6 Orlando, FL 32811	SECRETARY L	08 JAN I I A	
		JE STATE FLORIDA	8m 11: 118	

ARTICLE V: Effective date, if other than the date of filing: JANUARY 11, 2008. (If an effective date is listed, the date must be specific and cannot be more than five <u>business days</u> prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Maria A. ThurdeKoos - name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)