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TALLAHASSEE, FLORIDA

D. BRUCE

JAN 1 1 2008

EXAMINER

FFFECTIVE DATE 1-11-08

COVER LETTER

Date: JANUARY 8, 2008				
TO: Registration Section Division of Corporations				
SUBJECT: MCT GROUP, 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 cor Joe ThurdeKoos MCT Realty, LLC 4301 Vineland Road, Suite E Orlando, FL 32811		SECRETARY OF CTALLAHASSEE, FI	08 JAN II AH	
For further information concerning this matter, please call: Joe ThurdeKoos at (407) 481-2034		STATE LORIDA	#H 1:5	Errang)
Enclosed is a check for the following amount: \$\times \\$150.00\$ Filing Fees (\$25 for Conversion & \$125 for Articles of Organization) \$\times \\$155.00\$ Filing Fees and Certificate of Status \$\times \\$180.00\$ Filing Fees and Certified Copy \$\times \\$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

"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. P95000011807

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: MCT CORPORATION.
- 2. The "Other Business Entity" is a <u>CORPORATION</u> first organized, formed or incorporated under the laws of FLORIDA on FEBRUARY 9, 1995.
- 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: MCT GROUP, 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: MGRM

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)

EFFECTIVE DATE |-|

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: MCT GROUP, LLC.

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

4301 Vineland Road Suite E-6 Orlando, FL 32811 4301 Vineland Road Suite E-6 Orlando, FL 32811

08 JAN II AMII: S SECRETARY OF STATALLAHASSEE, FLOR

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

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.S..

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:

<u>Title:</u>	Name and Address:	
MGRM	Maria A. ThurdeKoos 4301 Vineland Road, Suite E-6 Orlando, FL 32811	
	TACE OR LEGISTER O	
	ASSET AND TO	"
	FLORIDA	ú

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)