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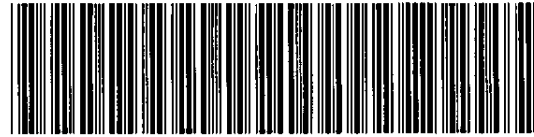
(Business Entity Name)

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B. KOHR
JAN 25 2008
EXAMINER

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

A¹ N EZZIN, LLC

File 1ST

* RUSH if possible, please +
THANKS

Signature

Requested by:

Name

Date

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- ___ Art of Inc. File
- ___ LTD Partnership File
- ☒ Foreign Corp. File
- ☒ L.C. File CONVERSION
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☒ Photo Copy
- ☒ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval

**CERTIFICATE OF CONVERSION FOR
"OTHER BUSINESS ORGANIZATION" INTO
FLORIDA LIMITED LIABILITY COMPANY**

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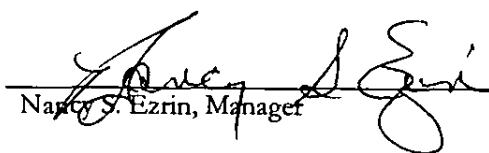
This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Florida Statutes section 608.439:

- (1). The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is A & N Ezrin, LLC.
- (2). The "Other Business Entity" is a Nevada for-profit limited liability company, first organized, formed, and incorporated under the laws of Nevada on September 16, 2005.
- (3). The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is A & N Ezrin, LLC.
- (4). The conversion was approved as required by Florida Statutes Chapter 620, and was approved in such a manner that complied with the converting organization's governing law.
- (5). The conversion is effective on the date of filing.

The execution of this Certificate of Conversion by the undersigned Manager constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

On this 23rd day of January, 2008, this Certificate of Conversion was executed by the Manager of A & N Ezrin, LLC.


Alan M. Ezrin, Manager


Nancy S. Ezrin, Manager

**JOINT WRITTEN CONSENT OF THE MANAGERS AND
MEMBERS OF A & N EZRIN, LLC**

Pursuant to Florida Statutes sections 607.0821 and 607.0704, the undersigned, being the Members and Managers of A & N Ezrin, LLC a Florida for-profit corporation (referred to as the "Corporation"), take the following written action in lieu of holding a special meeting of the Shareholder and Director:

The conversion of A & N Ezrin, LLC from a Nevada for-profit limited liability company to a Florida for-profit limited liability company, A & N Ezrin, LLC in accordance with Florida Statutes Sections 608.439 and 608.4402-608.4404, was ratified and approved, upon recommendation of the Managers.

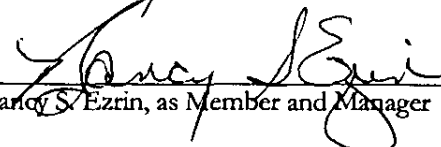
The Plan of Conversion regarding the same and the Articles of Organization for A & N Ezrin, LLC were ratified and approved.

(Corporate Seal)



Alan M. Ezrin, as Member and Manager

Date Jan 23 2008



Nancy S. Ezrin, as Member and Manager

Date Jan 23, 2008

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY A & N EZRIN, LLC

ARTICLE I.
NAME

The name of the Limited Liability Company is A & N Ezrin, LLC (referred to as the "Company").

ARTICLE II.
ADDRESS

The principal office of the Company is 1827 South Bayshore Lane, Miami, Florida 33133. The mailing address of the Company is 1827 South Bayshore Lane, Miami, Florida 33133.

ARTICLE III.
REGISTERED AGENT AND REGISTERED OFFICE

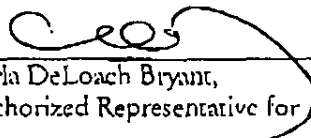
The name of the Registered Agent is Carla DeLoach Bryant. The Registered Office is located at 1206 East Ridgewood Street, Orlando, Florida 32803.

ARTICLE IV.
MANAGEMENT

A & N Ezrin, LLC is to be managed by one manager, and is, therefore, a manager-managed Limited Liability Company.

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On this 15th day of January, 2008, Carla DeLoach Bryant, as the authorized representative of A & N Ezrin, LLC, has executed these Articles of Organization on its behalf at the Law Offices of Carla DeLoach Bryant, P.A., 1206 East Ridgewood Street, Orlando, Florida 32803.



Carla DeLoach Bryant,
Authorized Representative for A & N Ezrin, LLC

ACCEPTANCE OF REGISTERED AGENT

On this 15th day of January, 2008, I have been named as Registered Agent and designated to accept service of process for A & N Ezrin, LLC. By signing below 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 Florida Statutes Chapter 608.



Carla DeLoach Bryant, Registered Agent

**PLAN OF CONVERSION
FOR A & N EZRIN, LLC**

The following Plan of Conversion is submitted in compliance with Florida Statutes section 608.439:

**ARTICLE I.
CONVERTING CORPORATION**

The name of the Converting Corporation is A & N Ezrin, LLC. It was first organized on September 16, 2005, as a corporation under the laws of the State of Nevada.

**ARTICLE II.
CONVERTED ORGANIZATION**

The name of the Converted Organization is A & N Ezrin, LLC. It is organized as a limited liability company under the laws of the State of Florida.

**ARTICLE III.
TERMS AND CONDITIONS OF THE CONVERSION**

The terms and conditions of the conversion are as follows:

(A). Each share of stock in the Converting Company shall be converted into one (1) limited liability company unit in the Converted Company. Collectively, all of the limited liability company units in the Converted Organization shall represent one hundred percent (100%) of all authorized membership units.

(B). The Certificate of Conversion for "Other Business Organization" into Florida Limited Liability Company has been signed by all Managers of A & N Ezrin, LLC and shall be duly filed with the State of Florida upon approval of this Plan of Conversion.

(C). The Directors hereby recommend that this Plan of Conversion be authorized by the Members.