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EXAMINER



Dean, Mead, Egerton, Bloodworth, Capouano & Bozarth, P.A.

800 North Magnolia Avenue, Suite 1500 P.O. Box 2346 (ZIP 32802-2346) Orlando, Florida 32803

407-841-1200 407-423-1831 Fax www.deanmead.com Attorneys and Counselors at Law

Orlando Fort Pierce Viera

> MARY F. FENDLE 407-428-5119 mfendle@deanmead.com

February 6, 2008

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re:

Certificate of Conversion/Ameur Realty, Inc.

Gentlemen:

Enclosed for filing are an original and one copy of a Certificate of Conversion for Ameur Realty, Inc. and Articles of Organization for Ameur Realty, LLC, together with this firm's check payable to the Department of State in the amount of \$180.00 for the filing fee and a certified copy. Please mail the certified copy to:

Mary F. Fendle, Paralegal Dean, Mead, Egerton, Bloodworth, Capouano & Bozarth, P.A. P. O. Box 2346 Orlando, FL 32802-2346

Sincerely,

Mary F/Fendle, Paralegal

Mary I. Findle

:mf

Enclosures

cc:

Carl Christian Thier

Christopher R. D'Amico, Esq.

O0403330v1

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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			
Certificate of Conversion is: Ameur Realty, Inc. #07/00/01/35			
(Enter Name of Other Business Entity)			
2. The "Other Business Entity" is a Corporation	·		
(Enter entity type. Example: corporation, limited partnership, sole proprieto general partnership, common law or business trust, etc.)	rship,		
first organized, formed or incorporated under the laws of Florida			
(Enter state, or if a non-U.S. entity, the name of the country)			
on 01/03/2007 (Enter date "Other Business Entity" was first organized, formed or incorporate	ated)		
3. If the jurisdiction of the "Other Business Entity" was changed, the state or countrunder the laws of which it is now organized, formed or incorporated:	У		
N/A	ə		
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:	SECRETA	08 FEB -	η
Ameur Realty, LLC	SEE NY 0	8	1
(Enter Name of Florida Limited Liability Company)	FLOI	PH 12:	
Page 1 of 2	ATE RIDA	19	

5. If not effective on the date of filing, enter the effective date: Date of Filing
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

			₂₀ 08	
Signed this	6th	day of February	20 UU	

Signature of Authorized Person:

Printed Name: Daniel R. Robison Title: President

Fees:

Certificate of Conversion:

\$25.00

Fees for Florida Articles of Organization:

\$125.00

Certified Copy:

\$30.00 (Optional)

Certificate of Status:

\$5.00 (Optional)

Page 2 of 2



ARTICLES OF ORGANIZATION

OF

AMEUR REALTY, LLC

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Ameur Realty, LLC (the

"Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 200 S. Orange Avenue, Suite 2025, Orlando, Florida 32801.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 200 S. Orange Avenue, Suite 2025, Orlando, Florida 32801. The name of the registered agent of the Company at that address is Urban & Thier, P.A.

ARTICLE IV - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the initial Manager of the Company is Daniel R. Robison, 200 S. Orange Avenue, Suite 2025, Orlando, Florida 32801.

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing.

The undersigned authorized member-representative has made and subscribed these Articles of Organization this 29 day of December, 2007.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Daniel R. Robison, Manager

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

URBAN & THIER, P.A.

y: Carl Christian Thier, President

Date: December 39, 2007

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