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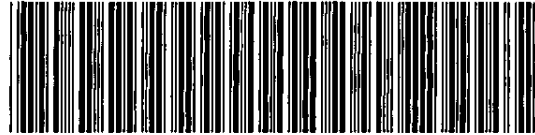
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. CLINE

FEB 28 2008

EXAMINER



**VIA OVERNIGHT MAIL**

February 26, 2008

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Bokaboo Holdings Inc Conversion into Limited Liability Company; Document No. P06000081407.**

Dear Sir or Madam:

Please find enclosed for filing a Certificate of Conversion and Plan of Conversion for the conversion of Bokaboo Holdings Inc into Shared Path Community L.L.C., a Florida limited liability company. Also enclosed in the filing fee of \$160.00 made payable to the Florida Department of State.

Please return all correspondence concerning this matter to me at the address above. For further information concerning this matter, please contact me at the telephone number set forth above.

Very truly yours,

Daniel G. Musca

cc: Mr. John Heck, III

Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION**

**OF**

**BOKABOO HOLDINGS INC**

Document No. P06000081407

**THIS CERTIFICATE OF CONVERSION**, is made and adopted as of the 25<sup>th</sup> day of February, 2008, by **BOKABOO HOLDINGS INC**, a Florida corporation (the "**Converting Corporation**"), to reflect the terms of the conversion of the Converting Corporation into a Florida limited liability company to operate under the name **SHARED PATH COMMUNITY L.L.C.** (the "**Converted LLC**").

**ARTICLE I**  
**FORMATION DATE AND JURISDICTION OF CONVERTING CORPORATION**

The Converting Corporation was formed on June 14, 2006, as a Florida corporation.

**ARTICLE II**  
**NAME OF CONVERTING CORPORATION**

The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion is:

Bokaboo Holdings Inc

**ARTICLE III**  
**NAME OF CONVERTED LLC**

The name of the Converted LLC as set forth in its current Articles of Organization is:

Shared Path Community L.L.C.

**ARTICLE IV**  
**ARTICLES OF ORGANIZATION OF CONVERTED LLC**

The Articles of Organization of the Converted LLC shall, upon the Conversion becoming effective, and thereafter until the same shall be altered, amended or repealed, be the Articles of Organization attached hereto as **Exhibit 1**.

**ARTICLE V**  
**EFFECTIVE DATE OF CONVERSION**

This conversion of the Converting Corporation into the Converted LLC shall become effective upon filing this Certificate and the Articles of Organization with the Florida Department of State.

**ARTICLE VI**  
**CONVERSION IN COMPLIANCE WITH LAWS**

This conversion of the Converting Corporation into the Converted LLC is being effected in compliance with Chapters 607 and 608 of the Florida Statutes.

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TALLAHASSEE, FLORIDA

**ARTICLE VII**  
**NECESSARY APPROVALS OF SHAREHOLDERS AND DIRECTORS**

This conversion of the Converting Corporation into the Converted LLC has been approved by the sole shareholder and the sole member of the Board of Directors of the Converting Corporation in compliance with Chapter 607 of the Florida Statutes.

**ARTICLE VIII**  
**ADDRESS OF PRINCIPAL OFFICE OF CONVERTED LLC**

The address of the principal office of the Converted LLC is 1110 Pinellas Bayway, Suite 202, St. Petersburg, Florida 33715.

**ARTICLE IX**  
**APPRAISAL RIGHTS**

The Converted LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333, of the Florida Statutes.

**IN WITNESS WHEREOF**, the Converting Corporation has signed this Certificate of Conversion as of the day and year first above written.

**BOKABOO HOLDINGS INC**

By: \_\_\_\_\_

Stephen Mushahwar, Chief Executive Officer

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
SHARED PATH COMMUNITY L.L.C.,  
a Florida limited liability company**

In order to form a limited liability company under the laws of the State of Florida for the formation of limited liability companies, the undersigned hereby organizes a limited liability company for the purposes and with the powers herein specified and to that end sets forth these Articles of Organization.

**ARTICLE I  
Conversion from Prior Entity**

This Limited Liability Company is being organized pursuant to a statutory plan of conversion of the Limited Liability Company from a Florida corporation known as Bokaboo Holdings Inc, formed on June 14, 2006, into a Florida limited liability company with the name and other characteristics as set forth herein.

**ARTICLE II  
Name**

The name of the Limited Liability Company is:

SHARED PATH COMMUNITY L.L.C.

**ARTICLE III  
Address**

The mailing address and street address of the principal office of the Limited Liability Company are:

1110 Pinellas Bayway  
Suite 202  
St. Petersburg, Florida 33715

**ARTICLE IV  
Duration**

The period of duration for the Limited Liability Company is perpetual.

**ARTICLE V  
Management**

The Limited Liability Company is to be manager-managed.

**ARTICLE VI  
Registered Agent and Registered Address**

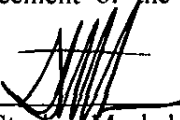
The name and street address of the registered agent are:

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TALLAHASSEE, FLORIDA

Daniel G. Musca, Esq.  
Tampa Business & Property Law Source, P.A.  
12004 Race Track Road  
Tampa, Florida 33626

**ARTICLE VII**  
**Indemnification**

The Limited Liability Company shall, to the full extent permitted by Section 608.4229 of the Florida Limited Liability Company Act, as amended from time-to-time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article VII shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the Operating Agreement of the Limited Liability Company, by other agreement, or otherwise.

  
\_\_\_\_\_  
Stephen Mushahwar, its Manager

Date: 2-22-2008

(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.)

**ACCEPTANCE AND AFFIRMATION BY REGISTERED AGENT**

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 a registered agent.

  
\_\_\_\_\_  
Daniel G. Musca, Registered Agent

Date: 2-22-2008

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