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EXAMINER

GRAY|ROBINSON  
ATTORNEYS AT LAW

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March 4, 2008

**VIA FEDERAL EXPRESS**

Department of State

Division of Corporations

Clifton Building

2661 Executive Center Circle

Tallahassee, FL 32301

RE: McCormick Industrial Services, LLC  
Our File No. 420366-1

Dear Sir or Madam:

Enclosed please find Articles of Organization and a Certificate of Conversion concerning the above referenced matter. Please file these documents and return a certified copy of same to my office in the enclosed self-addressed envelope. GrayRobinson's check no. 57306 is enclosed in the amount of \$180.00 to cover: filing the Articles (\$100.00); Registered Agent Fee (\$25.00); a certified copy (\$30.00), and filing the Certificate of Conversion (\$25.00).

Thank you for your assistance. If you have any questions concerning the foregoing, please do not hesitate to contact me.

Very truly yours,

David D. Hallock, Jr.

DDH/sb

Enclosures

CERTIFICATE OF CONVERSION  
FOR OTHER BUSINESS ENTITY  
INTO A FLORIDA LIMITED LIABILITY COMPANY

This Certificate of Conversion and attached Articles of Organization are submitted to convert "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is McCORMICK INDUSTRIAL SERVICES, INC. (Document No P08000014801).

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on February 8, 2008.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is McCORMICK INDUSTRIAL SERVICES, LLC.

4. The effective date of this Certificate of Conversion shall be the date of its filing.

Executed by the duly authorized representative of the Members this 4<sup>th</sup> March, 2008.

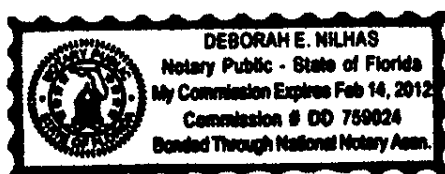
  
DOUGLAS L. McCORMICK

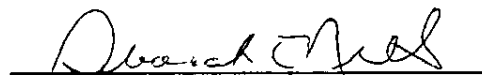
STATE OF FLORIDA  
COUNTY OF POLK

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THE FOREGOING INSTRUMENT was acknowledged before me this 4<sup>th</sup> day of March, 2008, by Douglas L. McCormick, as President of McCormick Industrial Services, Inc., who is personally known to me or who has produced a Florida driver's license as identification, and who did not take an oath.

(Affix Notary Seal)



  
NOTARY PUBLIC  
My Commission Expires:  
Deborah E. Nilmas  
(Type or Print Name of Notary)

**ARTICLES OF ORGANIZATION**  
**OF**  
**MCCORMICK INDUSTRIAL SERVICES, LLC**

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The undersigned hereby present(s) these Articles of Organization for the formation of a Limited Liability Company pursuant to the Florida Limited Liability Company Act.

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is MCCORMICK INDUSTRIAL SERVICES, LLC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The street address of the Limited Liability Company is 5151 South Lakeland Drive, Suite 9, Lakeland, Florida 33813.

**ARTICLE III**

**DURATION**

The Limited Liability Company shall have perpetual existence, commencing on the date of its filing.

**ARTICLE IV**

**PURPOSE**

The Limited Liability Company is organized for the purpose of transacting any and all lawful business.

ARTICLE V  
MANAGEMENT

The Limited Liability Company is to be a member managed company. The Limited Liability Company's initial member manager shall be Douglas L. McCormick whose address is 6762 Hartsworth Drive, Lakeland, Florida 33813.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Limited Liability Company is One Lake Morton Drive, Lakeland, Florida 33801 and the name of the initial registered agent of the Limited Liability Company at that office is David D. Hallock, Jr.

ARTICLE VII  
INDEMNIFICATION

Except to the extent otherwise provided in the Operating Agreement of the Limited Liability Company, the Limited Liability Company shall indemnify each person or entity who was or is a Member, director, officer, employee or agent of the Limited Liability Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Limited Liability Company, has executed these Articles of Organization this 4<sup>th</sup> day of March, 2008.

  
Douglas L. McCormick

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STATE OF FLORIDA  
COUNTY OF POLK

The foregoing Articles of Organization were acknowledged before me this 4th day of March, 2008, by Douglas L. McCormick, as an authorized representative of a Member of the Limited Liability Company, who is personally known to me.



Deborah E. Nilhas  
NOTARY PUBLIC, State of Florida at Large  
Deborah E. Nilhas  
(Printed Name)

My commission expires: 2-14-2012  
My commission number: DD 759024

(AFFIX NOTARY SEAL)

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 AND SECTION 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is MCCORMICK INDUSTRIAL SERVICES, LLC.

2. The name and street address of its initial Registered Agent and initial Registered Office are:

David D. Hallock, Jr.  
GrayRobinson, P.A.  
One Lake Morton Drive  
Lakeland, FL 33801

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.

David D. Hallock, Jr.  
DAVID D. HALLOCK, JR.  
Date: March 5, 2008

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