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TALLAHASSEE, FLORIDA

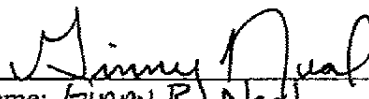
CERTIFICATE OF CONVERSION
TO BECOME A FLORIDA LIMITED LIABILITY COMPANY

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: TBK Investments, Inc. P00000063770
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on June 30, 2000.
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: not applicable.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: GenSpring International, LLC.
5. The effective date of the conversion shall be the date that this Certificate is filed with the Florida Department of State.

IN WITNESS WHEREOF, the corporation making the election has executed this Certificate this 20th day of March, 2008.

TBK INVESTMENTS, INC.

By: 
Name: Ginny R. Neal
Title: Secretary

**ARTICLES OF ORGANIZATION
OF
GENSPRING INTERNATIONAL, LLC**

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Article 1. Name. The name of the Limited Liability Company is GenSpring International, LLC (the "Company").

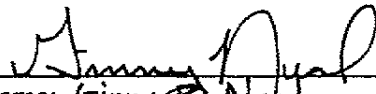
Article 2. Address. The mailing address and street address of the initial principal office of the Company is 1200 Brickell Avenue, Suite 510, Miami, FL 33131.

Article 3. Registered Agent, Registered Office and Registered Agent's Signature. The name and Florida street address of the registered agent are as follows:

GenSpring Family Offices, LLC
3801 PGA Boulevard, Suite 555
Palm Beach Gardens, FL 33410
Attn: Ginny R. Neal

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

GENSPRING FAMILY OFFICES, LLC

By: 
Name: Ginny R. Neal
Title: Secretary

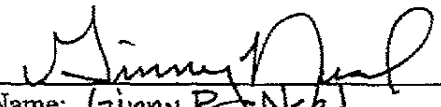
Article 4. Manager. The name and address of each Manager or Managing Member is as follows:

<u>Title:</u>	<u>Name and Address:</u>
Managing Member	Gen Spring Holdings, Inc. 303 Peachtree Street, Suite 3000 Atlanta, GA 30308

Article 5. Effective Date. The effective date of these Articles of Organization shall be the date that they are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned sole member of the Company has executed these Articles of Organization as of the 20th day of March, 2008.

GENSPRING HOLDINGS, INC.

By: 
Name: Ginny R. Neel
Title: Secretary