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SECRETARY OF STATE



CARLA DELOACH BRYANT

ATTORNEYS & COUNSELORS AT LAW, P.A.

May 13, 2008

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: RHC Development Enterprises, LLC

Dear Sir or Madam:

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Limited Company" in accordance with Florida Statutes section 608.439.

Enclosed is a firm check for the amount of one hundred fifty-five dollars (\$155.00) for the following filing fees:

- (1). Twenty-five dollars (\$25.00) for the Certificate of Conversion;
- (2). One hundred dollars (\$100.00) for the Articles of Organization;
- (3). Twenty-five dollars (\$25.00) for the Designation of Registered Agent; and
- (4). Five dollars (\$5.00) for a Certificate of Status.

Please return all correspondence concerning this matter to Jeff DeRosier, care of the Law Offices of Carla DeLoach Bryant, P.A., 1206 East Ridgewood Street, Orlando, Florida 32803. For further information concerning this matter, please contact my office. Thank you for your assistance.

I remain

Very truly yours,

Jeff DeRosier For the Firm

JLD/jd enclosure

1206 East Ridgewood Street • Orlando, Florida 32803 • Telephone: 407.740.5005, Facsimile: 407.740.5025 4404 N.W. 36th Avenue, Suite B • Gainesville, Florida 32606 • Telephone: 352.380.0275, Facsimile: 352.380.0251

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CERTIFICATE OF CONVERSION FOR "OTHER BUSINESS ORGANIZATION" 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 Florida Statutes section 608.439:

- (1). The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is RHC Development, Corp.
- (2). The "Other Business Entity" is a New York Corporation, first organized, formed, and incorporated under the laws of New York on September 9, 1980.
- (3). The name of the Florida limited liability company as set forth in the attached Articles of Organization is RHC Development Enterprises, 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.

> Karam Duggal, Manager on behalf of RHC Development Enterprises, LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY RHC DEVELOPMENT ENTERPRISES, LLC

ARTICLE I. NAME

The name of the limited liability company is RHC Development Enterprises, LLG (referreto as the "Company").

ARTICLE II. ADDRESS

The principal office of the Company is 8525 Red Leaf Lane, Orlando, Florida 32819. The mailing address of the Company is 8525 Red Leaf Lane, Orlando, Florida 32819.

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 32819.

ARTICLE IV. MANAGEMENT

RHC Development Enterprises, LLC is to be managed by one (1) or more Managers, and is, therefore, a Manager-Managed limited liability company.

Until his successor is duly elected and installed, Karam Duggal shall be the Manager.

On this 13th day of 16 years, 2008, Carla DeLoach Bryant, as the authorized representative of RHC Development Enterprises, 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, Anthorized Representative for RHC Development Enterprises, LLC

ACCEPTANCE OF REGISTERED AGENT

On this 13th day of May, 2008, I have been named as Registered Agent and designated to accept service of process for RHC Development Enterprises, 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, as Registered Agent

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