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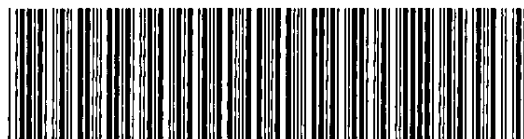
(Business Entity Name)

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DATE: 05-21-08

NAME: DOWNTOWN MAITLAND PROPERTY OWNER, LLC

TYPE OF FILING: CONVERSION

COST: \$ 180

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ACCOUNT: FCA0000000015

AUTHORIZATION: ABBIE/PAUL FUDGE



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TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
for
"OTHER BUSINESS ENTITY"
into
FLORIDA LIMITED LIABILITY COMPANY

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TALLAHASSEE, FLORIDA

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 Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

THE BROSSIER COMPANY

995000019220

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on March 7, 1995.

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: N/A

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

DOWNTOWN MAITLAND PROPERTY OWNER, LLC

5. The effective date of the conversion contemplated hereby shall be the date of filing.

Signed this 16th day of May 2008.

Signature of Authorized Person:



Printed Name: Robert B. Reese, Jr.
Title: Authorized Person

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - Name: The name of the Limited Liability Company is:
DOWNTOWN MAITLAND PROPERTY OWNER, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
222 Comstock Avenue, Suite 115
Winter Park, Florida 32789

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Name: NRAI Services, Inc.
Address: 2731 Executive Park Drive, Suite 4
Weston, Florida 33331

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 as provided for in Chapter 608, F.S..


Registered Agent's Signature


Signature of a member or an authorized representative of a member

(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.)

Robert B. Reese, Jr.
Typed or printed name of signee