

LD8000071638

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(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. O'Leary JUL 25 2008

CARLA DELOACH BRYANT

ATTORNEYS & COUNSELORS AT LAW, P.A.

July 21, 2008

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

Re: AK Jupiter, 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.

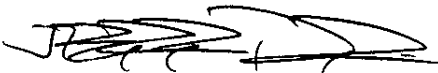
Enclosed is a firm check for the amount of one hundred fifty-five dollars (\$155.00) for the following filing fees:

- (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

**CERTIFICATE OF CONVERSION FOR
"OTHER BUSINESS ORGANIZATION" INTO
FLORIDA LIMITED LIABILITY COMPANY**

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88 JUL 24 AM 11:46
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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 Florida Statutes section 608.439:

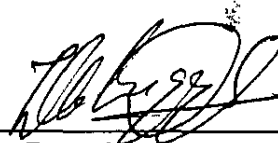
- (1). The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is AK Jupiter, LP
- (2). The "Other Business Entity" is a Texas limited partnership, first organized, formed, and incorporated under the laws of Texas on November 10, 2004.
- (3). The name of the Florida Limited liability company as set forth in the attached Articles of Organization is AK Jupiter, 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.

AK JUPITER, LLC

CERTIFICATE OF CONVERSION

On this 21st day of July, 2008, this Certificate of Conversion was executed by the Manager of AK Jupiter, LLC.


Karam Duggal, Manager on behalf of AK
Jupiter, LLC

**JOINT WRITTEN CONSENT
OF THE MEMBERS AND MANAGERS OF
AK JUPITER, LLC**

Pursuant to Florida Statutes sections 608.4402 and 607.0704, the undersigned, being the Partners of AK Jupiter, LP a Texas for-profit entity (referred to as the "Entity"), take the following written action in lieu of holding a special meeting of the Partners:

The conversion of AK Jupiter, LP from an "Other Business Entity" to a Florida limited liability company, AK Jupiter, LLC in accordance with Florida Statutes Sections 608.439 and 608.4402-608.4404, was ratified and approved by the Members, upon recommendation of the Manager.

The Plan of Conversion regarding the same, and the Articles of Organization for AK Jupiter, LLC, to be filed with the State of Florida, were ratified and approved by the Members.

(Corporate Seal)

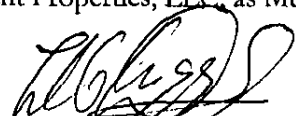
On this 21st day of July, 2008, this Joint Written Consent was executed by the Members and Manager of AK Jupiter, LLC.



Karam Duggal, as Manager



Karam Duggal, as Manager of AK Development Properties, LLC, as Member



Karam Duggal, as Manager of AK Development Enterprises, as Member

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY
AK JUPITER, LLC**

**ARTICLE I.
NAME**

The name of the Limited Liability Company is AK Jupiter, LLC (referred to 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 Karam Duggal. The Registered Office is located at 8525 Red Leaf Lane, Orlando, Florida 32819.

**ARTICLE IV.
MANAGEMENT**

AK Jupiter, LLC is to be managed by one or more Managers, and is, therefore, a Manager-managed Limited Liability Company.

AK JUPITER, LLC

ARTICLES OF ORGANIZATION

On this 21st day of July, 2008, Karam Duggal, as the authorized representative of AK Jupiter, LLC, has executed these Articles of Organization on its behalf at 8525 Red Leaf Lane, Orlando, Florida 32819.



Karam Duggal, Authorized Representative for
AK Jupiter, LLC

ACCEPTANCE OF REGISTERED AGENT

On this 21 day of July, 2008, I have been named as Registered Agent and designated to accept service of process for AK Jupiter, 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.



Karam Duggal, Registered Agent

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TALLAHASSEE FLORIDA

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