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EXAMINER

LAW OFFICES
BLACKBURN & COMPANY, L.C.

5150 BELFORT ROAD, SOUTH
BUILDING 500
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN
ROBERT L. JONES III

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July 24, 2008

Florida Department of State
Division of Corporations
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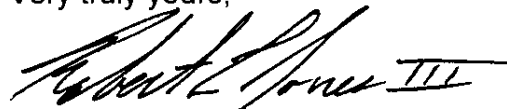
Re: WPC Industrial Contractors, Ltd. (Doc. #A97000001783)

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Certificate and Plan for Conversion for the above referenced organization and the Articles of Organization for the limited liability company upon conversion, WPC INDUSTRIAL CONTRACTORS, LLC. Our check in the amount of \$180.00 in payment of the filing fees and one certified copy for this filing is also enclosed.

Please return a file stamped copy of both documents to the undersigned at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,



Robert L. Jones III

RLJ:rd
Enclosures
c: Jonathan Belloit (w/o enclosure)

**CERTIFICATE AND PLAN OF CONVERSION FOR
WPC INDUSTRIAL CONTRACTORS, LTD.
INTO WPC INDUSTRIAL CONTRACTORS, LLC**

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This Certificate and Plan of Conversion and attached Articles of Organization are submitted in compliance with §§608.439 and 620.2104, Florida Statutes.

ARTICLE I – ENTITY PRIOR CONVERSION

NUM: A97000001783

The name of the organization prior to conversion is WPC INDUSTRIAL CONTRACTORS, LTD. (“Converting Organization”), which was formed under the laws of and is subject to the jurisdiction of Florida. FLD: 08/19/1997

ARTICLE II – ENTITY OF OTHER ORGANIZATOIN

The name of the Florida limited liability company is WPC INDUSTRIAL CONTRACTORS, LLC (“Converted Organization”), as set forth in the attached Articles of Organization.

ARTICLE III – COMPLIANCE AND APPROVAL

The conversion of Converting Organization into the Converted Organization is in compliance with Chapters 620 and 608, Florida Statutes. The Plan of Conversion was approved by the Converting Organization in accordance with Chapter 620 and was approved by the Converted Organization in accordance with Chapter 608.

ARTICLE IV – EFFECTIVE DATE

The conversion shall be effective as of July 31, 2008 (“Effective Time”).

ARTICLE X – CONVERSION OF INTERESTS

At the Effective Time, each partner's interest in the Converting Organization shall be converted into a membership interest in the Converted Organization in proportion to their partnership interests in the Converting Organization.

Executed this 23 day of July, 2008.

Sole Limited Partner of WPC Industrial
Contractors, Ltd.:
**WPC INDUSTRIAL
CONTRACTORS, INC.,
a Florida corporation**

By: Jonathan Belloit
Jonathan Belloit, President

Member of Converted Organization
**WPC INDUSTRIAL
CONTRACTORS, INC.,
a Florida corporation**

By: Jonathan Belloit
Jonathan Belloit, President

Sole General Partner of WPC Industrial
Contractors, Ltd.:
**WATER PROCESSING COMPANY,
a Florida corporation**

By: Jonathan Belloit
Jonathan Belloit, President

Member of Converted Organization:
**WATER PROCESSING COMPANY,
a Florida corporation**

By: Jonathan Belloit
Jonathan Belloit, President

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**ARTICLES OF ORGANIZATION
OF
WPC INDUSTRIAL CONTRACTORS, LLC**

The undersigned organizer, who is the authorized representative of the members of WPC INDUSTRIAL CONTRACTORS, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is WPC INDUSTRIAL CONTRACTORS, LLC

ARTICLE II - DURATION

The period of duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of the Company is 11651 Philips Highway, Jacksonville, Florida 32256.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is Jonathan Belloit, 11651 Philips Highway, Jacksonville, Florida 32256.

ARTICLE V - INITIAL MANAGER MEMBERS

The initial manager members of the Company shall be:

WPC INDUSTRIAL
CONTRACTORS, INC.,
a Florida corporation
11651 Philips Highway
Jacksonville, FL 32256

WATER PROCESSING COMPANY,
a Florida corporation
11651 Philips Highway
Jacksonville, FL 32256

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Manager Members. Following the consent of the Manager Members, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

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ARTICLE VII - MANAGEMENT

The management of the Company shall be vested in the Manager Members. The name and address of the initial Manager Members is set forth in Article V. above.

ARTICLE VIII - RETURN OF CAPITAL

No member shall have the right to the return of his, her or its contribution to capital except as provided in the Company's Regulations.

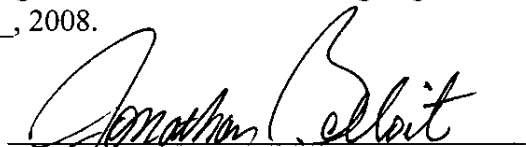
ARTICLE IVIII - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the Manager Members of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE IX - REGULATIONS

Regulations of this Company shall be approved, adopted and amended by the unanimous vote of the members of the Company.

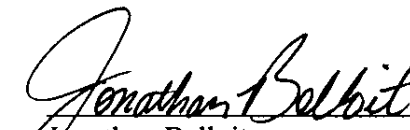
IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the 23 day of July, 2008.


Jonathan Belloit,
Authorized Representative of the Members

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for WPC INDUSTRIAL CONTRACTORS, LLC at the place designated in the Articles of Organization, Jonathan Belloit hereby accepts the appointment as registered agent and agrees to act in this capacity. Jonathan Belloit further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Jonathan Belloit is familiar with and accepts the obligations of his position as registered agent.


Jonathan Belloit
Date: July 23, 2008

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