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EXAMINER

**GRAY ROBINSON**  
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July 31, 2008

**VIA FEDEX**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: MJ Haley Enterprises, LLC

Dear Sir or Madam:

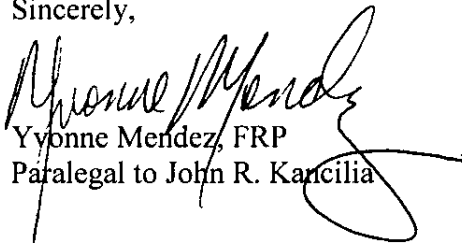
Enclosed for filing please find the following original documents:

1. Certificate of Conversion;
2. Articles of Organization for MJ Haley Enterprises, LLC; and
3. Our check payable to your order in the amount of \$180.00 for the filing fee for the Certificate of Conversion (\$25.00) and the filing fee and certified copy fee for the Articles of Organization (\$155.00).

Please file the documents as soon as possible and return confirmation that both documents have been filed along with a certified copy of the Articles of Organization.

Thank you for your assistance in this regard and, if you have any questions, please do not hesitate to contact me.

Sincerely,

  
Yvonne Mendez, FRP  
Paralegal to John R. Kancilia

/ym

Enclosures

## **CERTIFICATE OF CONVERSION**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 AUG 19 AM 9:28

MJ Haley Enterprises, LLC, an Indiana limited liability company, hereby submits this Certificate of Conversion pursuant to Section 608.439, *Florida Statutes*, to the Secretary of State of the State of Florida.

### **ARTICLE I NAME**

The name of the entity to be converted pursuant hereto is MJ Haley Enterprises, LLC.

### **ARTICLE II DATE AND JURISDICTION OF ORGANIZATION**

MJ Haley Enterprises, LLC was first organized on August 25, 2003 under the laws of the State of Indiana.

### **ARTICLE III FORM OF ENTITY**

MJ Haley Enterprises, LLC is a limited liability company subject to the laws of the State of Indiana.

### **ARTICLE IV CONVERSION**

MJ Haley Enterprises, LLC shall be converted into a Florida limited liability company organized under Chapter 608, *Florida Statutes*. The name of the limited liability company shall be MJ Haley Enterprises, LLC.

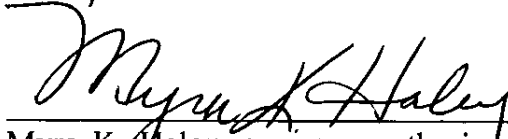
### **ARTICLE V ARTICLES OF ORGANIZATION**

The Articles of Organization of MJ Haley Enterprises, LLC, a Florida limited liability company, have been submitted to the Florida Secretary of State contemporaneously with this Certificate of Conversion.

### **ARTICLE VI EFFECTIVE DATE**

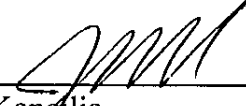
This Certificate of Conversion shall be effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 14 day of July, 2008.

  
Myra K. Haley, a person authorized by the members of MJ Haley Enterprises, LLC to sign this Certificate of Conversion and a Member of MJ Haley Enterprises, LLC  
Date Signed: 7-14-08

#### ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby states that he is familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and hereby accepts to act in that capacity and agrees to comply with the provisions of said Chapter relative to keeping open said office.

  
John R. Kanolia  
Date Signed: 7-31-08

**ARTICLES OF ORGANIZATION  
OF  
MJ HALEY ENTERPRISES, LLC**

The undersigned desiring to form a limited liability company pursuant to Chapter 608, *Florida Statutes*, hereby states as follows.

**ARTICLE I - NAME**

The name of this limited liability company (the "Company") is MJ Haley Enterprises, LLC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the Company is 7640 North Wickham Road, Suite 101-B, Melbourne, Florida 32940. The mailing address of the Company is Post Office Box 410999, Melbourne, Florida 32941.

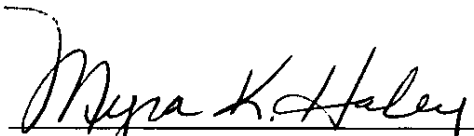
**ARTICLE III - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent for service of process in the state for this Company is John R. Kancilia, Esq., 1800 W. Hibiscus Blvd., Suite 138, Melbourne, Florida 32901.

**ARTICLE IV - MANAGER**

The initial manager of the Company is Myra K. Haley.

**IN WITNESS WHEREOF**, the undersigned executed these Articles of Organization this 14 day of July, 2008.

  
Myra K. Haley, a person authorized by  
a member to sign these Articles of  
Organization

JOHN R. KANCILIA, ESQ.  
FLORIDA BAR NO. 0381195  
GRAYROBINSON, P.A.  
1800 West Hibiscus Blvd., Ste. 138  
Melbourne, FL 32901  
Telephone: 321-727-8100  
Facsimile: 321-984-4122  
316371\18 - # 339546 v1

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in compliance with said Act:

FIRST, that MJ HALEY ENTERPRISES, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in Melbourne, County of Brevard, State of Florida, has named JOHN R. KANCILIA, ESQ., 1800 W. Hibiscus Blvd., Suite 138, Melbourne, FL 32901 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.

  
\_\_\_\_\_  
JOHN R. KANCILIA