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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

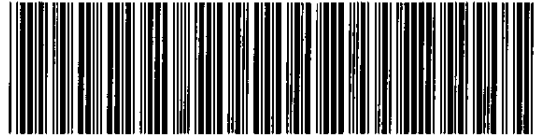
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF COURT
TALLAHASSEE, FLORIDA

2008 OCT 27 PM 12:54

FILED

C. LEWIS
OCT 28 2008
EXAMINER

FILED

2008 OCT 27 PM 12: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR "OTHER BUSINESS ENTITY"
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 sections 607.1112 and 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **KEY SPECIAL SERVICES, INC.**

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on December 8, 1998. Its Florida Document/Registration Number is P98000102483, and its Employer Identification Number is 59-3550624.

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: Not applicable.

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

KEY SPECIAL SERVICES, LLC

5. This Certificate of Conversion shall be effective on date of filing with the State of Florida Secretary of State.

Signed this 23rd day of October, 2008.

KEY SPECIAL SERVICES, INC., a Florida Corporation

By:


DAVID GIORGIONE
Its President

FILING FEES:

Certificate of Conversion: \$25.00
Fees for Florida Articles of Organization: \$125.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

ATTACH ARTICLES OF ORGANIZATION FOR NEW ENTITY

(3:\Client\A\Amico, Tony (1798)\Key Special Services, LLC\Certificate of Conversion.wpd
JTC 10-9-08

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE ONE - NAME

The name of the Limited Liability Company is:

Key Special Services, LLC

ARTICLE TWO - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

16807 US Highway 19 North
Clearwater, FL 33764

**ARTICLE THREE -REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE**

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

David Giorgione
16807 U.S. Hwy. 19 North
Clearwater, FL 33764

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, Florida Statutes.

~~Registered Agent's Signature~~

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FOUR - MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of each manager is as follows:

DAVID GIORGIONE
16807 U.S. Hwy 19 North
Clearwater, FL 33764

ARTICLE FIVE - MEMBERSHIP UNITS

Ownership in the Limited Liability Company shall be evidenced in the form of Membership Units. The maximum number of Membership Units that the Company is authorized to have outstanding at any one time is ten thousand (10,000), of which one hundred (100) shall be voting Class A Membership Units and nine thousand nine hundred (9,900) shall be non-voting Class B Membership Units.

ARTICLE SIX - EFFECTIVE DATE

The effective date of this Limited Liability Company shall be the date of filing of these Articles of Organization.


DAVID GIORGIONE
Manager/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.)

Filing Fees:
\$100.00 Filing Fee for Articles of Organization
\$25.00 Designation of Registered Agent
\$30.00 Certified Copy (Optional)
\$5.00 Certificate of Status (Optional)

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