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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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OCT 31 2008

EXAMINER



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October 31, 2008

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Haydon-Rubin Development Inc into Haydon-Rubin Development LLC

Filing Evidence

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

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| NEW FILINGS | |
|-------------|-------------------|
| | Profit |
| | Non Profit |
| | Limited Liability |
| | Domestication |
| X | Other - Conv |

| AMENDMENTS | |
|------------|------------------------------------|
| | Amendment |
| | Resignation of RA Officer/Director |
| | Change of Registered Agent |
| | Dissolution/Withdrawal |
| | Merger |

| OTHER FILINGS | |
|---------------|------------------|
| | Annual Reports |
| | Fictitious Name |
| | Name Reservation |
| | Reinstatement |

| REGISTRATION/QUALIFICATION | |
|----------------------------|-------------------|
| | Foreign |
| | Limited Liability |
| | Reinstatement |
| | Trademark |
| | Other |

CERTIFICATE OF REORGANIZATION AND CONVERSION
of
HAYDON-RUBIN DEVELOPMENT INC
into
HAYDON-RUBIN DEVELOPMENT LLC

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TALLAHASSEE, FLORIDA

This Certificate of Reorganization and Conversion is submitted to convert the following Florida corporation into a Florida Limited Liability Company in accordance with §607.1113 and §608.439 Florida Statutes.

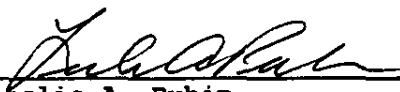
1. The other entity, Haydon-Rubin Development Inc. filed Articles of Incorporation with the Florida Department of State on August 10, 1993 as Document No. P93000056055 and Articles of Amendment filed January 1, 1997.
2. The name of the other entity immediately prior to the filing of this Certificate of Conversion is Haydon-Rubin Development Inc.
3. The name of the Florida limited liability company into which the other entity converted is Haydon-Rubin Development LLC which will be located at 4592 Ulmerton Road, Suite 100, Clearwater, Florida 33762.
4. The conversion is to be effective upon as of the close of business on October 31, 2008.
5. The Plan of Reorganization and Conversion has been approved by unanimous Written Action of the Board of Directors and Shareholder on October 29, 2008, which vote was sufficient for approval.

Signed this 29 day of October, 2008.

HAYDON-RUBIN DEVELOPMENT INC.

By: 
Leslie A. Rubin, Vice President

HAYDON-RUBIN DEVELOPMENT LLC

By: 
Leslie A. Rubin,
Authorized Representative

ARTICLES OF ORGANIZATION
OF
HAYDON-RUBIN DEVELOPMENT LLC

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TALLAHASSEE, FLORIDA

The undersigned hereby certifies that he is the Authorized Representative of the Member who is forming a Limited Liability Company under Florida Statutes Chapters 608. The following Articles of Organization are hereby adopted.

ARTICLE 1.
NAME

The name of the Limited Liability Company shall be HAYDON-RUBIN DEVELOPMENT LLC.

ARTICLE 2.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the close of business on October 31, 2008.

ARTICLE 3.
ADDRESS; PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Limited Liability Company shall be 4592 Ulmerton Road, Suite 100, Clearwater, Florida 33762.

ARTICLE 4.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 4592 Ulmerton Road, Suite 100, Clearwater, Florida 33762 and the name of the registered agent is Leslie A. Rubin.

ARTICLE 5.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

The undersigned, being the Authorized Representative of the sole Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of HAYDON-RUBIN DEVELOPMENT LLC.

Executed by the undersigned on October 29, 2008.

AUTHORIZED REPRESENTATIVE:



Leslie A. Rubin

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for Haydon-Rubin Development LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this October 29, 2008.



Leslie A. Rubin