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(Requestor's Name)

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(City/State/Zip/Phone #)

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MAIL

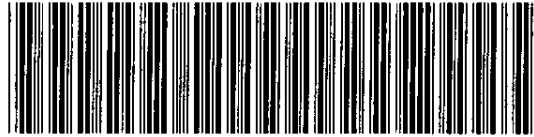
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 NOV 18 PM 3:23

W08-40468
J. BRYAN NOV 29 2008

J. BRYAN

NOV 19 2008

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 29, 2008

SHAR-ANN CALLAHAN, PARALEGAL
ARNSTEIN & LEHR LLP
200 EAST LAS OLAS BOULEVARD, SUITE 1700
FORT LAUDERDALE, FL 33301

SUBJECT: THREE HEARTS MANAGEMENT LLC
Ref. Number: W08000040468

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STATE
SECRETARY OF CORPORATIONS
08 NOV 18 PM 3:28

We have received your document for THREE HEARTS MANAGEMENT LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 008A00048078



August 27, 2008

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

RECEIVED
DIVISION OF CORPORATIONS
AUG 18 PM 3:28

Re: Twelve White Paws, Inc. into Three Hearts Management LLC
Our File No. 31787-0001

Ladies and Gentlemen:

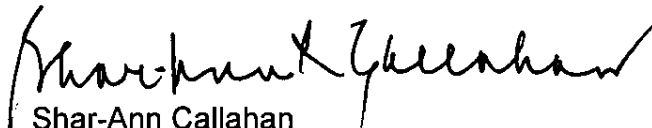
Enclosed are the following documents that we believe are necessary to convert Twelve White Paws, Incorporated into Three Hearts Management LLC:

- *Certificate of Conversion of Twelve White Paws, Incorporated Into Three Hearts Management LLC;*
- *Articles of Organization of Three Hearts Management LLC;*
- *Certificate of Designation of Registered Agent/Registered Office of Three Hearts Management LLC; and*
- This firm's check in the amount of \$150.00 to cover the conversion fee.

Please process the change so that it is effective **as of August 29, 2008.**

Please contact me directly if you have questions regarding the enclosed.

Very truly yours,


Shar-Ann Callahan
Paralegal

Enclosures

cc: Dr. and Mrs. Scott Tetreault



November 11, 2008

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
ATTENTION: JOEY BRYAN

FILED
DIVISION OF CORPORATIONS
08 NOV 18 PM 3:28

Re: Twelve White Paws, Inc. into Three Hearts Management LLC
Your Reference No. W08000040468
Our File No. 31787-0001

Dear Joey:

Further to our telephone conversation yesterday afternoon, I am returning to you the following documents that we believe are necessary to convert Twelve White Paws, Incorporated into Three Hearts Management LLC:

- *Certificate of Conversion of Twelve White Paws, Incorporated Into Three Hearts Management LLC* (which now has been executed by the President of Twelve White Paws, Incorporated and by the Managing Member of Three Hearts Management, LLC);
- *Articles of Organization of Three Hearts Management LLC*;
- *Certificate of Designation of Registered Agent/Registered Office of Three Hearts Management LLC*; and

The \$150.00 conversion fee was previously remitted with my correspondence of August 27, 2008. Please process the conversion so that it is effective **as of August 29, 2008**.

ARNSTEIN & LEHR LLP


Department of State

November 11, 2008

Page 2

Please contact me directly if you have questions regarding the enclosed.

Very truly yours,


Shar-Ann Callahan
Paralegal

Enclosures

cc: Dr. and Mrs. Scott Tetreault

Pursuant to Internal Revenue Service guidance, be advised that any federal tax advice contained in this written or electronic communication, including any attachments or enclosures, is not intended or written to be used and it cannot be used by any person or entity for the purpose of (i) avoiding any tax penalties that may be imposed by the Internal Revenue Service or any other U.S. Federal taxing authority or agency or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

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DIVISION OF CORPORATIONS
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Certificate of Conversion
Of
Twelve White Paws, Incorporated #p99000089058
Into
Three Hearts Management LLC

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 s.608.439, Florida Statutes.


1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is "**Twelve White Paws, Incorporated.**"

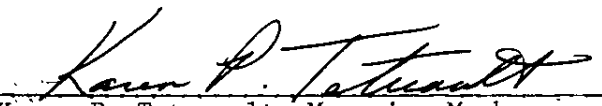
2. The "Other Business Entity" is a Florida Corporation (the "Company"), first formed under the laws of the State of Florida on October 8, 1999.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is "**Three Hearts Management LLC.**"

4. The conversion was unanimously approved by the shareholders of **Twelve White Paws, Incorporated** as set forth in its organizational documents and as required by Chapter 608, Florida Statutes.

Signed this 8th day of August, 2008.


Karen P. Tetreault, President of
Twelve White Paws, Incorporated


Karen P. Tetreault, Managing Member
of Three Hearts Management, LLC

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
Three Hearts Management LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes.

ARTICLE I: NAME

The name of this limited liability company is **Three Hearts Management LLC** (the "Company").

ARTICLE II: ADDRESS

The Company's mailing address and street address of the principal office of the Company is 20510 79th Avenue E, Bradenton, FL 34202.

ARTICLE III: REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of the Company is Karen P. Tetreault, 20510 79th Avenue E, Bradenton, FL 34202.

ARTICLE IV: DURATION

The period of duration of the Company will be perpetual.

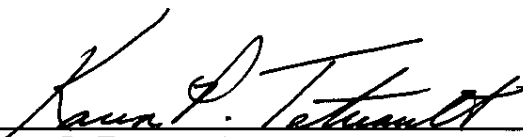
ARTICLE V: MANAGEMENT

The Company shall be a member-managed company. The name and address of the Managing Member is Karen P. Tetreault, 20510 79th Avenue E, Bradenton, FL 34202.

The undersigned executed these Articles of Organization on this 8th day of August, 2008.

Authorized Representative of the Members:

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Karen P. Teatreault, as Authorized Representative

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

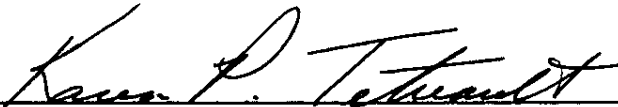
1. The name of the limited liability company is:

Three Hearts Management LLC

2. The name and the Florida address of the registered agent are:

Karen P. Tetreault
20510 79th Avenue E,
Bradenton, FL 34202

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.



Karen P. Tetreault

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