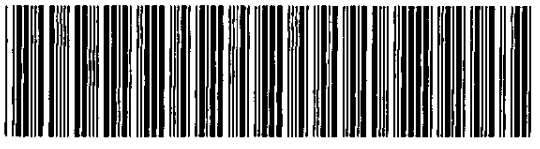


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

B. KOHR

DEC - 3 2008

EXAMINER

FILED  
08 DEC - 1 AM 11: 15  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** EASTWOOD AT HERITAGE OAKS II, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

ELIZABETH CHRISTIANSON  
(Contact Person)

PENCE COMPANIES  
(Firm/Company)

300 E. NEW HAVEN AVE  
(Address)

MELBOURNE, FL 32901  
(City, State and Zip Code)

For further information concerning this matter, please call:

ELIZABETH CHRISTIANSON at ( 321 ) 837-0350 EXT 19  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314'

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## CERTIFICATE OF CONVERSION

Eastwood at Heritage Oaks Development Company, a Florida corporation, 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

PO300122903

The name of the entity to be converted pursuant hereto is Eastwood at Heritage Oaks Development Company.

### ARTICLE II DATE AND JURISDICTION OF ORGANIZATION

Eastwood at Heritage Oaks Development Company was first organized on October 31, 2003 under the laws of the State of Florida.

### ARTICLE III FORM OF ENTITY

Eastwood at Heritage Oaks Development Company is a corporation subject to the laws of the State of Florida. The laws of the State of Florida governing Eastwood at Heritage Oaks Development Company permit this conversion.

### ARTICLE IV CONVERSION

Eastwood at Heritage Oaks Development Company shall be converted into a Florida limited liability company organized under Chapter 608, *Florida Statutes*. The name of the limited liability company shall be Eastwood at Heritage Oaks II, LLC.

### ARTICLE V ARTICLES OF ORGANIZATION

The Articles of Organization of Eastwood at Heritage Oaks II, LLC, a Florida limited liability company, have been submitted to the Florida Secretary of State contemporaneously with this Certificate of Conversion.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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 \_\_\_\_\_ day of \_\_\_\_\_, 2008.



Roy J. Pence, a member of Eastwood at  
Heritage Oaks II, LLC



Roy J. Pence, President on behalf of Eastwood  
at Heritage Oaks Development Company

**ACCEPTANCE BY REGISTERED AGENT**

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



Roy J. Pence

**ARTICLES OF ORGANIZATION**

**OF**

**EASTWOOD AT HERITAGE OAKS II, 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 Eastwood at Heritage Oaks II, LLC.

**ARTICLE II – PRINCIPAL OFFICE**

The street address and mailing address of the principal office of the Company is 300 E. New Haven Avenue, Melbourne, FL 32901

**ARTICLE III – REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent for service of process in the state of this Company is Roy J. Pence, 300 E. New Haven Avenue, Melbourne, Florida 32901.

**ARTICLE IV – MANAGER**

The initial manager of the Company is Roy J. Pence.

**IN WITNESS WHEREOF**, the undersigned member executed these Articles of Organization this \_\_\_\_\_ day of \_\_\_\_\_ 2008.



**ROY J. PENCE**, a member

FILED  
DEC - 1 AM 11:15  
STATE OF FLORIDA  
TALLAHASSEE

**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 Eastwood at Heritage Oaks II, LLC, desiring to organize under the  
Laws of the State of Florida, with its principal office as indicated by the Articles of  
Organization in the City of Melbourne, County of Brevard, State of Florida, has  
named ROY J. PENCE, 300 E. New Haven Avenue, 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 the 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.



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Roy J. Pence