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(Business Entity Name)

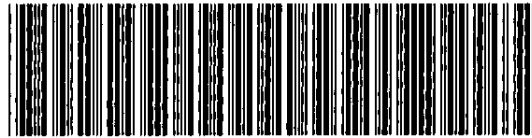
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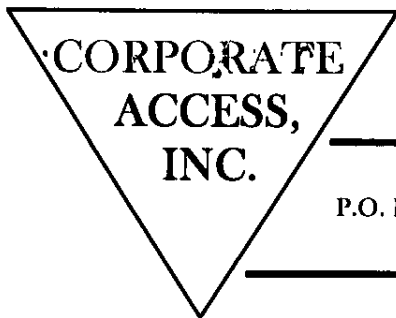
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SECRETARY OF STATE

LLC Conversion

1.

Cynthia A. Kaleita, LMHC, LLC
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

CERTIFICATE OF CONVERSION FOR
CYNTHIA A. KALEITA, LMHC, INC.
INTO
CYNTHIA A. KALEITA, LMHC, LLC

P04000168741

This Certificate of Conversion and attached Articles of Organization are submitted to convert Cynthia A. Kaleita, Inc., a Florida corporation, into an "Other Business Entity," being a Florida limited liability company, in accordance with Section 607.1112 and Section 608.439, Florida Statutes.


1. The name of the corporation, which was formed on December 16, 2004, converting into the "Other Business Entity" is: **Cynthia A. Kaleita, LMHC, Inc.**
2. The name of the "Other Business Entity" is: **Cynthia A. Kaleita, LMHC, LLC.**
3. The "Other Business Entity" is a limited liability company with a principal office at 2756 Deer Berry Court, Longwood FL 32779, and a mailing address at 215 North Eola Drive, Orlando, FL 32801, organized or formed under the laws of the State of Florida.
4. The above referenced corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."
5. The plan of conversion was approved by the converting corporation as required by Chapter 607, F.S., and the governing law of the converted "Other Business Entity."
6. The effective date of the conversion shall be January 1, 2009.

Signed this 29th day December, 2008.

Cynthia A. Kaleita, LMHC, Inc.,
a Florida corporation

By: 
Cynthia A. Kaleita, President

Cynthia A. Kaleita, LMHC, LLC,
a Florida limited liability company

By: 
Gary M. Kaleita, authorized
representative of Member

EFFECTIVE DATE 1/1/09

EFFECTIVE DATE 1/1/09

ARTICLES OF ORGANIZATION
OF
CYNTHIA A. KALEITA, LMHC, LLC

ARTICLE I - NAME

The name of this limited liability company is CYNTHIA A. KALEITA, LMHC, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

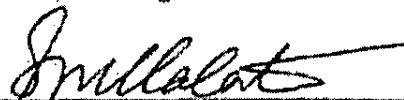
The street address of the principal office of the Company is 2756 Deer Berry Court, Longwood, FL 32779. The mailing address of the principal office of the Company is c/o Lowndes, Drosdick, Doster, Kantor & Reed, P.A., 215 North Eola Drive, Orlando, FL 32801, Attn: Gary M. Kaleita.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 North Eola Drive, Orlando, FL 32801, and the name of the initial registered agent of the Company at that address is Gary M. Kaleita.

ARTICLE IV - MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.



Signature of a Member or an Authorized
Representative of a Member

Gary M. Kaleita
Typed or Printed Name of Signer

ACCEPTANCE OF REGISTERED AGENT

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.



Gary M. Kaleita

The effective date of these Articles is January 1, 2009.