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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

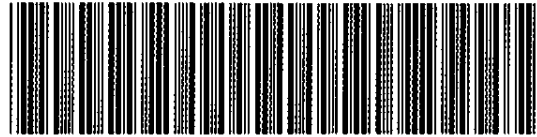
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
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B. KOHR
JAN 20 2009
EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ruden McClosky
Requester's Name

Address

City/State/Zip

Phone #

412-2000

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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Conversion
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials


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TALLAHASSEE, FLORIDA
549864

**CERTIFICATE OF CONVERSION
OF
BSD REALTY, INC.,
a Florida Converting Organization**

The undersigned, desiring to convert from BSD REALTY, INC., a Florida corporation (the "Converting Organization") to BSD REALTY, LLC, a Florida limited liability company (the "Converted Organization") pursuant to Section 608.439 of the Florida Limited Liability Company Act, as amended, (the "Act") does hereby execute and file with the Secretary of State of Florida this Certificate of Conversion:

1. The Converting Organization is a corporation created by filing of Articles of Incorporation with the Florida Department of State on May 3, 1997, Florida document number: S49864. The Converting Organization currently exists as a corporation under the laws of the State of Florida.
2. The name of the Converting Organization immediately prior to the Effective Date (as defined below) is BSD Realty, Inc.
3. The name of the Converted Organization as set forth in the Articles of Organization, as attached hereto, is BSD Realty, LLC.
4. The conversion of the Converting Organization to a limited liability company was approved, as required by the Act, and by all of the shareholders of the Converting Organization as of the Effective Date. The consents are evidenced by a record.
5. The effective date of the conversion reflected in this Certificate of Conversion ("Certificate"), as applicable to the Converting Organization and the Converted Organization, shall be the date this Certificate is filed with the Secretary of State of the State of Florida.

Dated this 12 day of January, 2009.

By: 
Paul J. Hegener, President of the Converting Organization


**ARTICLES OF ORGANIZATION
OF
BSD REALTY, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. The name of the Limited Liability Company is BSD Realty, LLC (the "Company").
2. The mailing and street address of the principal office of the Company is: 10521 S.W. Village Center Drive, Suite 201, Port St. Lucie, Florida 34987.
3. The name and address of the initial registered agent in the State of Florida, whose Certification of Designation of Registered Agent/Registered Office accompanies these Articles of Organization, is: Paul J. Hegener, 10521 S.W. Village Center Drive, Suite 201, Port St. Lucie, Florida 34987.

These Articles of Organization shall be effective upon filing.

The undersigned has executed these Articles of Organization on the 12 day of January, 2009.

By: 
Paul J. Hegener, Authorized Representative

**CERTIFICATION 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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BSD Realty, LLC.
2. The name and address of the registered agent and office is:

Paul J. Hegener
10521 S.W. Village Center Drive, Suite 201
Port St. Lucie, Florida 34987

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 its 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.



Paul J. Hegener, Registered Agent

Date: 1/12/09