

L090000018315

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR
FEB 25 2009
EXAMINER

FILED
09 FEB 24 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 903343 7377485
AUTHORIZATION *Spurlockman*
COST LIMIT : \$ 150.00

FILED
09 FEB 24 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 24, 2009

ORDER TIME : 3:39 PM

ORDER NO. : 903343-005

CUSTOMER NO: 7377485

DOMESTIC AMENDMENT FILING

NAME: GENSCO LABORATORIES, INC.
CONVERTING TP
GENSCO LABORATORIES, LLC

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER'S INITIALS: _____

**CERTIFICATE OF CONVERSION
OF
OTHER BUSINESS ENTITY
INTO
FLORIDA LIMITED LIABILITY COMPANY**

FILED
09 FEB 24 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 608.439 of the Florida Statutes ("F.S.").

P07000035202

FIRST: The name of the Other Business Entity immediately prior to the filing of this Certificate of Conversion (this "Certificate") is GENSCO LABORATORIES, INC.

SECOND: The Other Business Entity is a profit corporation, first incorporated under the laws of the State of Florida on March 19, 2007, and its Florida Document Number is P07000035202. The jurisdiction of the Other Business Entity has not changed since its incorporation, and the address of its principal office is 110 West Highlands Boulevard, Inverness, Florida 34452.

THIRD: The name of the Florida Limited Liability Company, as set forth in the attached Articles of Organization, is GENSCO LABORATORIES, LLC, and the address of its principal office is 110 West Highlands Boulevard, Inverness, Florida 34452.

FOURTH: The conversion was unanimously approved by the directors and shareholders of the Other Business Entity in accordance with applicable provisions of Chapter 607, F.S., and accordingly, there are no appraisal rights to which the shareholders of the Other Business Entity is entitled under Chapter 607, F.S.

FIFTH: The conversion shall be effective on the date this Certificate is filed by the Florida Department of State.

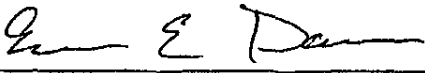
Signature Page Follows.

IN WITNESS WHEREOF, the undersigned duly authorized person has signed this Certificate and acknowledged the same to be its act this 19th day of February, 2009.

**OTHER BUSINESS ENTITY:
GENSCO LABORATORIES, INC.**

By: 
Ervin E. Davis, President

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


Ervin E. Davis
As Authorized Representative of
Gensco Laboratories, LLC

**ARTICLES OF ORGANIZATION
OF
GENSCO LABORATORIES, LLC**

A Florida Limited Liability Company

FILED
09 FEB 24 AM 8:25
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles of Organization, pursuant to Chapter 608 of the Florida Statutes hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is:

GENSCO LABORATORIES, LLC

ARTICLE II — Address:

The street address of the principal office and the mailing address of the Company is:

110 West Highlands Boulevard
Inverness, Florida 34452

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are:

William J. Schifino Sr., Esq.
Williams Schifino Mangione & Steady, P.A.
One Tampa City Center, Suite 3200
Tampa, Florida 33602

ARTICLE IV — Management:

The Company is to be managed by a manager, and is therefore a manager-managed limited liability company. The name and address of each Manager is as follows:

William S. Snyder
110 West Highlands Boulevard
Inverness, Florida 34452

Ervin E. Davis
110 West Highlands Boulevard
Inverness, Florida 34452

IN WITNESS WHEREOF, the undersigned duly authorized person has signed these Articles of Organization and acknowledged them to be its act this 19th day of February, 2009.

GENSCO LABORATORIES, LLC:

By:


Ervin E. Davis, As Manager

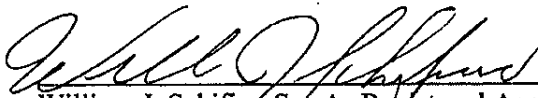
In accordance with Section 608.408(3) of the Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Ervin E. Davis

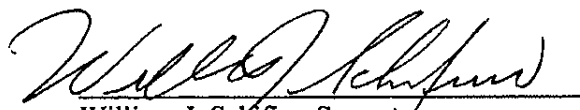
STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for GENSCO LABORATORIES, LLC at the place designated in this statement below. 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 under Chapter 608 of the Florida Statutes.

IN WITNESS WHEREOF, I have signed this Statement Accepting Appointment as Registered Agent effective as of this 19th day of February, 2009.


William J. Schifino Sr., As Registered Agent
Williams Schifino Mangione & Steady, P.A.
One Tampa City Center, Suite 3200
Tampa, Florida 33602

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


William J. Schifino Sr.