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March 4, 2009

VIA HAND DELIVERY

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

Re: Jack M. Skelding Jr., P.L.

Dear Division Personnel:

Enclosed for filing is an original and one copy of the Certificate of Conversion in connection with the above-referenced limited liability company. Please file this Certificate of Conversion and stamp the copy "Filed."

Also enclosed for filing is an original and two copies of the Articles of Organization for the above referenced limited liability company. Please file these Articles, certify one copy, and stamp the other copy "Filed." Please also provide a Certificate of Status.

I have enclosed a check in the amount of \$185.00, for the filing fees, certification fees, and certificates of status. Our messenger will pick up the certified copy and the certificate of status after 2:00 p.m. on Friday, March 6, 2009.

Sincerely yours,


Michele L. Rowe
Real Estate Assistant

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MAR 4 PM 1:45
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

CERTIFICATE OF CONVERSION

In accordance with the provisions of Sections 607.1112, et seq. and 608.4403, Florida Statutes, the undersigned Florida professional corporation (the "Corporation") hereby submits the attached Articles of Organization for a Florida professional limited liability company, and this Certificate of Conversion to convert a Florida professional corporation to a Florida professional limited liability company:

1. The Corporation has been, and is hereby, converted into a Florida professional limited liability company in accordance with the statutes referenced above. **K80537**
2. The Corporation is a Florida corporation, organized under the laws of Florida on April 14, 1989, as amended on April 30, 1999, and further amended on May 31, 2000, further amended on October 17, 2001 and further amended on July 15, 2005.
3. The name of the Florida professional limited liability company as set forth in the attached Articles of Organization is "Jack M. Skelding Jr., P.L., a Florida professional limited liability company."
4. A plan of conversion was approved by the Corporation on the date of this Certificate, in accordance with Section 607.1112, Florida Statutes.
5. The conversion of Jack M. Skelding Jr., P.A. into Jack M. Skelding Jr., P.L., shall be effective upon the filing of this Certificate of Conversion with the Florida Department of State.
6. The principal office and mailing address of the Florida professional limited liability company "surviving" the conversion is:

Jack M. Skelding Jr., P.L.
225 South Adams Street, Suite 250
Tallahassee, Florida 32301

7. The sole shareholder of the undersigned shall be the sole member of the surviving Florida professional limited liability company; accordingly, no shareholder is entitled to appraisal rights.
8. No interest in Jack M. Skelding, Jr., P.L., shall be owned, directly or indirectly, except by a member in good standing of the Florida bar and only a member in good standing of the Florida Bar can be a managing member or manager of Jack M. Skelding, Jr., P.L.

In accordance with Section 607.1112 et seq., Florida Statutes, the undersigned affirms that the matters stated above are true and correct, on this 24 day of February, 2009.

JACK M. SKELDING JR., P.A.

By: Jack M. Skelding Jr.

As Its: President

**ARTICLES OF ORGANIZATION
OF
JACK M. SKELDING JR., P.L.**

**FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

Article 1 — Name

The name of this professional limited liability company is Jack M. Skelding Jr., P.L. (the "Company").

Article 2 — Duration

The Company shall exist from the date of filing these Articles with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the remaining members pursuant to the Company's Operating Agreement.

Article 3 — Mailing Address and Street Address

The Company's address is 225 South Adams Street, Suite 250, Tallahassee, Florida 32301.

Article 4 - Registered Agent and Office

The name of the initial registered agent of the Company is Jack M. Skelding, Jr.. The street address of the initial registered agent of the company is 225 South Adams Street, Suite 250, Tallahassee, Florida 32301.

Article 5 — Additional Members

Additional members to the company may be admitted, but only pursuant to the Company's Operating Agreement.

Article 6 — Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company pursuant to the Company's Operating Agreement.

Article 7 — Management of the Company

The management of the Company is reserved to the managing member designated in accordance with the Operating Agreement. The following person will be the manager:

Jack M. Skelding, Jr.
225 South Adams Street, Suite 250
Tallahassee, Florida 32301

Article 8 — Operating Agreement

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

Article 9 — Date of Existence of the Company

The existence of the Company shall commence on the date of filing the Articles of Organization with the Florida Department of State.

Article 10 — Restriction of Ownership and Management

No interest in Jack M. Skelding, Jr., P.L., shall be owned, directly or indirectly, except by a member in good standing of the Florida Bar and only a member in good standing of the Florida Bar can be a managing member or manager of Jack M. Skelding, Jr., P.L..

The undersigned executed these Articles of Organization this 24th day of February, 2009.

JACK M. SKELDING, JR.
Print Name

CERTIFICATE OF DESIGNATION

Having been named Registered Agent for the above stated Company, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes relative to keeping the office open.

JACK M. SKELDING, JR.
Print Name