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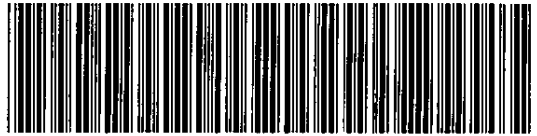
W09-11263
LLP04-43

A. LUNT

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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 MAR 19 PM 2:06

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March 6, 2009

Federal Express #797393958865

Florida Department of State
Division of Corporations - Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Daytona Heart Clyde Morris, LLC

Dear Sir or Madam:

Enclosed are the original and one copy of the proposed Articles of Organization for the above named limited liability company. Also enclosed is an original and one copy of the Certificate of Conversion to convert L & K Partnership, a Florida general partnership, to Daytona Heart Clyde Morris, LLC.

I would appreciate your filing these documents upon receipt and forwarding one certified copy of the Articles of Organization and Certificate of Conversion to me by U.S. Mail on the date of filing.

I have enclosed a check in the amount of \$180.00 for all costs, including filing fees.

Thank you for your assistance in this matter.

With kindest regards,



L. A. Gornto, Jr.
LAG/ml
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2009

GORNT0 & GORNT0, P.A.
444 SEABREEZE BLDV. SUITE 200
DAYTONA BEACH, FL 32118

SUBJECT: DAYTONA HEART CLYDE MORRIS, LLC
Ref. Number: W09000011263

We have received your document for DAYTONA HEART CLYDE MORRIS, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the date on which, and the jurisdiction in which, the other business entity was first organized and, if changed, its jurisdiction immediately prior to the conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 109A00008189

**CERTIFICATE OF CONVERSION
FOR
L & K PARTNERSHIP, LLP
INTO
DAYTONA HEART CLYDE MORRIS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida Limited Liability Partnership into a Florida Limited Liability Company in accordance with Section 608.439 of the Florida Statutes:

FIRST: The name of the Limited Liability Partnership which was formed under the laws of Florida on January 13, 2004, immediately prior to filing this document was:

L & K Partnership, LLP

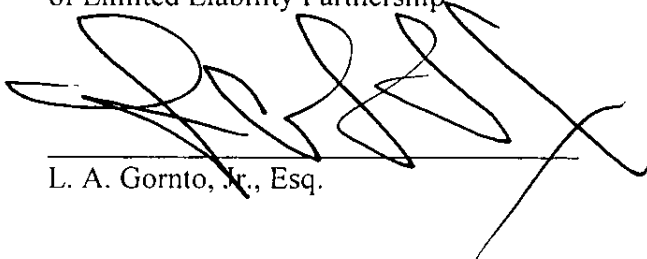
SECOND: The name of the Limited Liability Company as set forth in the attached Articles of Organization is:

Daytona Heart Clyde Morris, LLC

FIFTH: This conversion is effective under the laws governing the Florida Limited Liability Company on March 9, 2009.

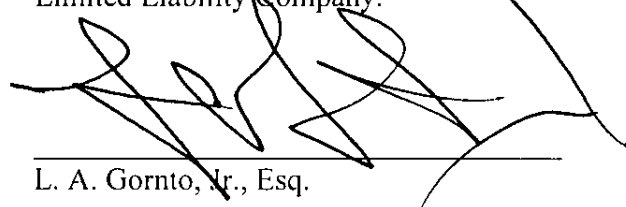
Signed this 9th day of March, 2009.

Signature of Authorized Representative
of Limited Liability Partnership:



L. A. Gornto, Jr., Esq.

Signature of Authorized Representative of
Limited Liability Company:



L. A. Gornto, Jr., Esq.

ARTICLES OF ORGANIZATION
of
DAYTONA HEART CLYDE MORRIS, LLC
A Florida Limited Liability Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1
NAME

The name of this limited liability company is Daytona Heart Clyde Morris, LLC.

ARTICLE 2
PERIOD OF DURATION

The period of duration of this limited liability company is perpetual. The date with which the existence of this limited liability company begins shall be March 9, 2009.

ARTICLE 3
PURPOSE

The purpose for which this limited liability company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which the company may conduct business. This limited liability company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to provide services and products, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this limited liability company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this limited liability company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this limited liability company.

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this limited liability company are as follows:

695 N. Clyde Morris Boulevard
Daytona Beach, Florida 32114

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this limited liability company in the State of Florida are as follows:

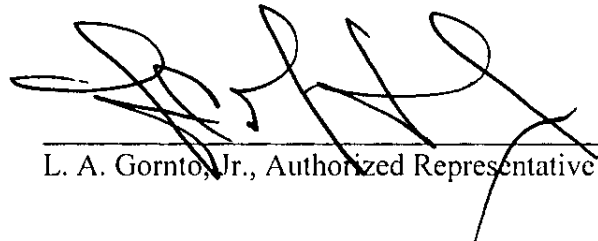
Name: L. A. Gornito, Jr., Esq.
Street Address: 444 Seabreeze Boulevard, Suite 200
Daytona Beach, Florida 32118

ARTICLE 6
MANAGEMENT

The limited liability company is to be managed by one or more Managers and is therefore a manager managed company.

EXECUTION

The undersigned authorized representative of this limited liability company executes these articles of organization this 6th day of March, 2009.

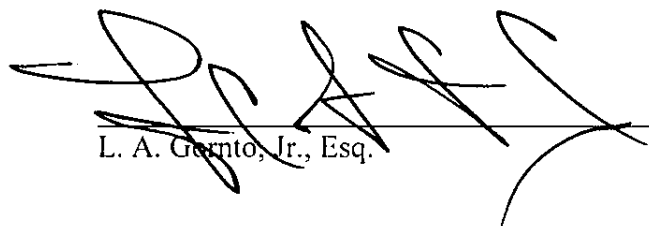


L. A. Gornito, Jr., Authorized Representative

STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated March 6, 2009.



L. A. Gornito, Jr., Esq.