

L 09000029079

(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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09 MAR 23 PM 1:41  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 3/31/09

FILED  
09 MAR 23 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR  
MAR 25 2009  
EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 932844 4324348

AUTHORIZATION :

COST LIMIT : \$1604.00

ORDER DATE : March 23, 2009

ORDER TIME : 10:36 AM

ORDER NO. : 932844-005

CUSTOMER NO: 4324348

FILED  
09 MAR 28 PM 3:35  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 3/31/09

CONVERSION FILING

NAME: MHI GROUP, INC. INTO MHI GROUP, LLC

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION & ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 23, 2009

CARINA DUNLAP  
CSC  
TALLAHASSEE, FL

SUBJECT: MHI GROUP, LLC  
Ref. Number: W09000013583

**RESUBMIT**  
Please give original  
submission date as file date.

FILED  
09 MAR 23 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for MHI GROUP, LLC and the authorization to debit your account in the amount of \$150.00. However, the document has not been filed and is being returned for the following:

The wrong certificate of conversion form has been used.

To convert an entity into a Florida LLC, you must use the OTHER BUSINESS ENTITY INTO FLORIDA LLC conversion certificate. Please note that this certificate must be signed by both the converting entity and the resulting entity. There must be two signatures.

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 509A00009747

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TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

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EFFECTIVE DATE 3/31/09

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

FILED  
09 MAR 23 PM 3:35  
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

MHI Group, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation 330567  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on May 24, 1968

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

MHI Group, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: March 31, 2009

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 24th day of March 20 09.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Signature of Member or Authorized Representative: Janet S. Key  
Printed Name: Janet S. Key Title: Manager

**Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: Curtis G. Briggs  
Printed Name: Curtis G. Briggs Title: President

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

EFFECTIVE DATE 3/31/09

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

MHI Group, LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

**ARTICLE II - Address:**

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

**Principal Office Address:**

1929 Allen Parkway  
Houston, Texas 77019

**Mailing Address:**

P. O. Box 130548  
Houston, Texas 77219

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee

FL 32301

City, State, and Zip

*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, F.S.*

Corporation Service Company

By: Carina L. Dunlap

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

**Carina L. Dunlap**  
**Asst. Vice President**

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SECRETARY OF STATE

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

Janet S. Key, MGR

1929 Allen Parkway  
Houston, Texas 77019

Curtis G. Briggs, MGR

1929 Allen Parkway  
Houston, Texas 77019

Susan L. Garrett, MGR

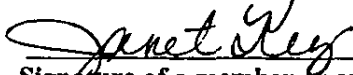
1929 Allen Parkway  
Houston, Texas 77019

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: March 31, 2009.  
(OPTIONAL)

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date is listed therein.)

**REQUIRED SIGNATURE:**



Signature of a member or an authorized representative of a member.

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

Janet S. Key

Typed or printed name of signer

**Filing Fees:**

**\$125.00 Filing Fee for Articles of Organization and Designation  
of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**