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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MINTON WOODS DEVELOPMENT COMPANY II, LLC ■
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

ELIZABETH CHRISTIANSON
(Contact Person)

PENCE COMPANIES
(Firm/Company)

300 E. NEW HAVEN AVE
(Address)

MELBOURNE, FL 32901
(City, State and Zip Code)

For further information concerning this matter, please call:

ELIZABETH CHRISTIANSON at (321) 837-0350 EXT 19
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☒ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CERTIFICATE OF CONVERSION

MINTON WOODS DEVELOPMENT CORPORATION, a Florida corporation, hereby submits this Certificate of Conversion pursuant to Section 608.439, *Florida Statutes*, to the Secretary of State of the State of Florida.

ARTICLE I NAME

The name of the entity to be converted pursuant hereto is MINTON WOODS DEVELOPMENT CORPORATION.

ARTICLE II DATE AND JURISDICTION OF ORGANIZATION

MINTON WOODS DEVELOPMENT CORPORATION was first organized on September 25, 1987 under the laws of the State of Florida.

ARTICLE III FORM OF ENTITY

MINTON WOODS DEVELOPMENT CORPORATION is a corporation subject to the laws of the State of Florida. The laws of the State of Florida governing MINTON WOODS DEVELOPMENT CORPORATION permit this conversion.

ARTICLE IV CONVERSION

MINTON WOODS DEVELOPMENT CORPORATION shall be converted into a Florida limited liability company organized under Chapter 608, *Florida Statutes*. The name of the limited liability company shall be MINTON WOODS DEVELOPMENT COMPANY II, LLC.

ARTICLE V ARTICLES OF ORGANIZATION

The Articles of Organization of MINTON WOODS DEVELOPMENT COMPANY II, LLC, a Florida limited liability company, have been submitted to the Florida Secretary of State contemporaneously with this Certificate of Conversion.

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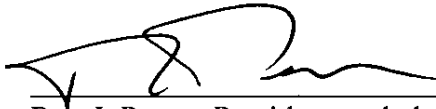
**ARTICLE VI
EFFECTIVE DATE**

This Certificate of Conversion shall be effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 31st day of March, 2009.



Roy J. Pence, a member of Minton Woods Development Company II, LLC



Roy J. Pence, President on behalf of Minton Woods Development Corporation

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby states that he is familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, hereby accepts to act in that capacity and agrees to comply with the provisions of said Chapter relative to keeping open said office.



Roy J. Pence

ARTICLES OF ORGANIZATION
OF
MINTON WOODS DEVELOPMENT COMPANY II, LLC

The undersigned desiring to form a limited liability company pursuant to Chapter 608, *Florida Statutes*, hereby states as follows.

ARTICLE I – NAME

The name of this limited liability company (the “Company”) is MINTON WOODS DEVELOPMENT COMPANY II, LLC.

ARTICLE II – PRINCIPAL OFFICE

The street address and mailing address of the principal office of the Company is 3160 Dixie Hwy NE, Palm Bay, FL 32905

ARTICLE III – REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent for service of process in the state of this Company is Roy J. Pence, 3160 Dixie Hwy NE, Palm Bay, FL 32905

ARTICLE IV – MANAGER

The initial manager of the Company is Roy J. Pence.

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization this 31st day of March 2009.



ROY J. PENCE, a member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in
Compliance with said Act:

FIRST, that MINTON WOODS COMPANY II, LLC, desiring to organize
under the Laws of the State of Florida, with its principal office as indicated by the
Articles of Organization in the City of Melbourne, County of Brevard, State of
Florida, has named ROY J. PENCE, 3160 Dixie Hwy NE, Palm Bay, FL 32905 as
agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited
liability company at the place designated in this certificate, I am familiar with the
obligations of the registered agent under Chapter 608, *Florida Statutes*, and I hereby
accept to act in this capacity and agree to comply with the provisions of said Chapter
relative to keeping open said office.



Roy J. Pence

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