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(Requestor's Name)

(Address)

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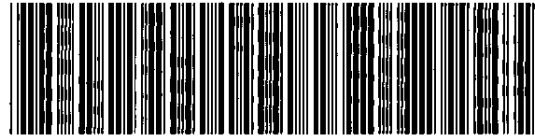
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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EXAMINER

ARISTA & HERRÁN

GABLES INTERNATIONAL PLAZA
2655 SOUTH LE JEUNE ROAD, SUITE 700
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 444-7662
FACSIMILE: (305) 444-7275
Info@AristaLaw.com

May 5, 2009

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

Re: CAPARROS PROPERTIES, LCC

To Whom It May Concern:

Enclosed please find: (1) the Certificate of Conversion and fee submitted to convert an "Other Business Entity" into a Florida limited liability company in accordance with s. 608.439, F.S.; and (2) the Articles of Organization and fee submitted for filing.

Please return all correspondence concerning this matter to:

Michelle Diaz Cofiño, Esq.
Arista & Herrán
Gables International Plaza
2655 Le Jeune Road, Suite 700
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call Michelle Diaz Cofiño, at (305) 444-7662.

Enclosed is a check in the amount of \$185.00 for the filing, certified copy, and Certificate of Status of the Certificate of Conversion and Articles of Organization.

Very truly yours,
ARISTA & HERRÁN


Michelle Díaz Cofiño

Enclosures

**CERTIFICATE OF CONVERSION
FOR
CAPARROS PROPERTIES CORP.
INTO
CAPARROS PROPERTIES, LLC**

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 §608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: CAPARROS PROPERTIES CORP. 897-93721

2. The "Other Business Entity" is a corporation first organized, formed, or incorporated under the laws of the State of Florida on October 31, 1997.

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organizations shall be CAPARROS PROPERTIES, LLC.

5. The plan of conversion was approved by the converting Florida Corporation in accordance with Florida Statutes Chapter 607, and as required by the governing law of the "Other Business Entity."

6. The effective date of the conversion shall be the same as the date of filing.

7. The initial street address of the principal office shall be 1215-1221 W 66th Street, Hialeah, Florida 33012, or as otherwise provided by the Operating Agreement.

8. The initial mailing address shall be 888 Brickell Key Drive, #1611, Miami, Florida 33131, or as otherwise provided by the Operating Agreement.

Signed this 30 day of April, 2009.

Martin Caparros
Martin Caparros, Sr., Authorized Representative of a Member

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**ARTICLES OF ORGANIZATION OF
CAPARROS PROPERTIES, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
NAME**

The name of the Limited Liability Company is as follows:

CAPARROS PROPERTIES, LLC

**ARTICLE II
ADDRESS**

The initial street address of the principal office is 1215-1221 W 66th Street, Hialeah, Florida 33012, and the mailing address is 888 Brickell Key Drive, #1611, Miami, Florida 33131, as otherwise provided by the Operating Agreement.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

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

Martin Caparros, Sr.
888 Brickell Key Drive, #1611
Miami, Florida 33131

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed as per the terms of the Operating Agreement.

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IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 30 day of April, 2009.

Martin Caparros, Sr.

Martin Caparros, Sr., Authorized Representative of a Member

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for CAPARROS PROPERTIES, LLC, at the place designated in Article III above. 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, Florida Statutes.

Martin Caparros, Sr.

Martin Caparros, Sr., Registered Agent

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