

LO9 000059701

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

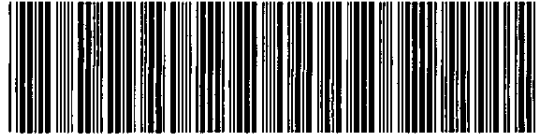
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. CLINE

JUN 19 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LOTHLORIAN GROUP, 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:

Christopher M. Riser
(Contact Person)
Riser Adkisson LLP
(Firm/Company)
191 E Broad St, Ste 307
(Address)
Athens GA 30601
(City, State and Zip Code)

For further information concerning this matter, please call:

Christopher M. riser at (706) 552-4800
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

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STATE OF FLORIDA

CERTIFICATE OF CONVERSION

TO CONVERT

**LOTHLORIAN GROUP, INC.
A GEORGIA CORPORATION**

TO

**LOTHLORIAN GROUP, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned submits this Certificate of Conversion and attached Articles of Organization to convert LOTHLORIAN GROUP, INC., a Georgia corporation to LOTHLORIAN GROUP, LLC, a Florida limited liability company.

**ARTICLE I
NAME OF OTHER BUSINESS ENTITY**

The name of the converting business entity immediately prior to the filing of this Certificate of Conversion is LOTHLORIAN GROUP, INC.

**ARTICLE II
TYPE, JURISDICTION AND DATE OF INCORPORATION OF OTHER BUSINESS ENTITY**

Lothlorian Group, Inc. is a business corporation first organized under the laws of the State of Georgia on December 18, 2001.

**ARTICLE III
NAME OF FLORIDA LIMITED LIABILITY COMPANY**

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is LOTHLORIAN GROUP, LLC.

**ARTICLE IV
EFFECTIVE DATE**

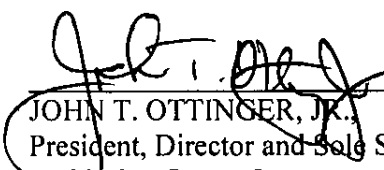
The conversion shall be effective on June 30, 2009.

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
this the 27th day of May, 2009.


JOHN T. OTTINGER, JR.,
Member of Lothlorian Group, LLC


JOHN T. OTTINGER, JR.,
President, Director and Sole Shareholder of
Lothlorian Group, Inc.

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**ARTICLES OF ORGANIZATION
OF
LOTHLORIAN GROUP, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, acting as organizer and member of a limited liability company under the Florida Limited Liability Company Act (the "Act"), in conjunction with the Certificate of Conversion by Lothlorian Group, Inc., a Georgia corporation to become LOTHLORIAN GROUP, LLC, a Florida limited liability company, filed herewith, adopt the following articles of organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company is LOTHLORIAN GROUP, LLC.

**ARTICLE II
PURPOSE**

The purpose of the limited liability company is to conduct any lawful business and investment activity permitted under the laws of the State of Florida and in any other jurisdiction in which the limited liability company may have a business or investment interest.

**ARTICLE III
PRINCIPAL OFFICE ADDRESS**

The mailing address of the limited liability company's principal place of business is 300 International Parkway, Suite 190, Heathrow, Florida 32746.

**ARTICLE IV
DURATION**

The term of duration of the limited liability company shall be unlimited

**ARTICLE V
WRITTEN OPERATING AGREEMENT**

All agreements among the members constituting the operating agreement of the limited liability company shall be in writing.

**ARTICLE VI
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent are Agents and Corporations, Inc., 300 Fifth Avenue South, Suite 101-330, Naples, Florida 34102.

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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 of the Florida Statutes.



Registered Agent's Signature
By John L. Williams, Vice President

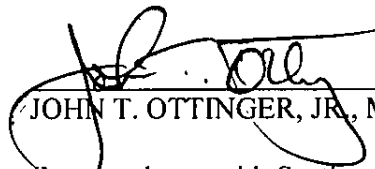
ARTICLE VII COMPANY MANAGEMENT

The limited liability company will be managed by a manager, who need not be a member of the LLC, and who shall have the titles of Manager and Chief Executive Officer. The name and address of the Manager is John T. Ottinger, Jr., 300 International Parkway, Suite 100, Heathrow, Florida 32746.

ARTICLE VIII EFFECTIVE DATE

These Articles shall be effective on June 30, 2009.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this the 27th day of May, 2009.



JOHN T. OTTINGER, JR., Member

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

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