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(City/State/Zip/Phone #)

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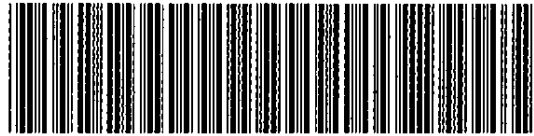
(Business Entity Name)

(Document Number)

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S. HAWKES

AUG 12 2009

EXAMINER

IVAN, COLE & BONNETTE

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August 6, 2009

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

Re: Echo Estates, LLC

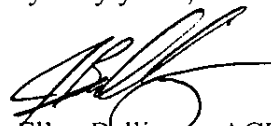
Dear Sir or Madam:

I enclose for filing a Certificate of Conversion, Articles of Organization, and fees to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with §608.439, Florida Statutes.

Please return all correspondence concerning this matter to the undersigned at the address shown, and contact the undersigned by phone, facsimile or email as indicated above if any additional information is required.

Thank you.

Very truly yours,



Jo Ellen Ballinger, ACP, FRP
Advanced Certified Paralegal
Florida Registered Paralegal

Enclosures

cc: Michael J. Ivan, Jr., Esq.

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CERTIFICATE OF CONVERSION

Pursuant to Florida Statute section 608.439, ECHO ESTATES, LLC, an Arizona limited liability company in good standing hereby submits the attached Articles of Organization and this Certificate of Conversion for the purpose of converting to a Florida limited liability company.

FIRST: The name of the business prior to the filing of this Certificate of Conversion was ECHO ESTATES, LLC, an Arizona limited liability company, with its principal office at 5050 N. 40th Street, Suite 100, Phoenix, Arizona 85018.

SECOND: ECHO ESTATES, LLC, was organized under the laws of the State of Arizona on August 12, 2005 as a multi member limited liability company under the name ECHO ESTATES, LLC.


THIRD: The name of the limited liability company as set forth in the attached Articles of Organization is ECHO ESTATES, LLC

FOURTH: The effective date of this conversion shall be the date of filing of this Certificate of Conversion with the Florida Department of State.

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

IN WITNESS WHEREOF, the undersigned Member has executed this Certificate of Conversion effective the 30 day of July, 2009.


CINDY A. MARTINAGE, Member


Cynthia Martinage, Member

**ARTICLES OF ORGANIZATION
OF
ECHO ESTATES, LLC**

The undersigned, for the purpose of converting an Arizona limited liability company to a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

**Article I
Name**

The name of this limited liability company shall be ECHO ESTATES, LLC.

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this limited liability company shall be 413 Georgia Avenue, Fernandina Beach, Florida 32034.

**Article III
Registered Agent and Address**

The name and street address of the registered agent of this limited liability company are:

Cynthia Martinage
413 Georgia Avenue
Fernandina Beach, FL 32034

**Article IV
Effective Date; Duration**

The effective date of these Articles shall be the date they are filed with the Florida Department of State. This limited liability company shall terminate on the date set forth in its Operating Agreement.

**Article V
Purposes**

This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Michael J. Ivan, Jr., Esquire
IVAN, COLE & BONNETTE, P.A.
One Independent Drive, Suite 3131
Jacksonville, Florida 32202
Telephone: (904)358-3006
Fla. Bar No.: 0016144

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Article VI
Management

This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement. The names and street addresses of the managers of this limited liability company are:

Cynthia Martinage
413 Georgia Avenue
Fernandina Beach, FL 32034

Bernard Martinage
413 Georgia Avenue
Fernandina Beach, Florida 32034

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Article VII
Operating Agreement

The Operating Agreement of this limited liability company shall be adopted, altered, amended or repealed from time to time by the members as provided in the Operating Agreement.

Article VIII
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization the 30 day of July, 2009.



Cynthia Martinage, Member

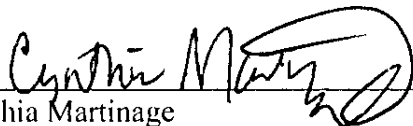
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THIS LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: ECHO ESTATES, LLC.
2. The name and the Florida street address of the registered agent are:

Cynthia Martinage
413 Georgia Avenue
Fernandina Beach, FL 32034

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, Florida Statutes.



Cynthia Martinage

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