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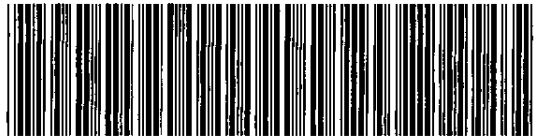
(Business Entity Name)

(Document Number)

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

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09 SEP -4 PM 12:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. LEWIS

SEP 8 2009

EXAMINER

FILED

CERTIFICATE OF CONVERSION

FOR

2009 SEP -4 PM 2:55

COOLEY CUSTOM HOMES, INC (Other Business Entity) SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

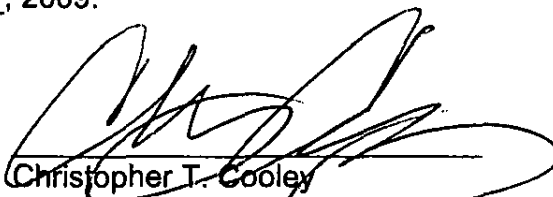
INTO

COOLEY CUSTOM HOMES, LLC (Florida Limited Liability Company)

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following, COOLEY CUSTOM HOMES, INC, a Georgia Corporation (hereinafter called the "Other Business Entity") into COOLEY CUSTOM HOMES, LLC, a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

1. The name of the Other Business Entity immediately prior to the filing of this Certificate of Conversion is COOLEY CUSTOM HOMES, INC.
2. The Other Business Entity is a corporation first organized under the laws of the State of Georgia on December 4, 2001.
3. The name of the Florida Entity as set forth in the attached Articles of Organization is COOLEY CUSTOM HOMES, LLC.
4. The effective date of this conversion shall be the date and time of filing of this Certificate of Conversion and the attached Articles of Organization with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned had executed this Certificate of Conversion on this 12 day of August, 2009.

  
Christopher T. Cooley  
President/Director/Shareholder of  
COOLEY CUSTOM HOMES, INC.  
"OTHER BUSINESS ENTITY"

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2009 SEP -4 PM12:55

Ana Cooley, Organizer of  
COOLEY CUSTOM HOMES, LLC

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF ORANGE )


Subscribed, sworn to and acknowledged before me by Christopher T. Cooley and Ana Cooley, who are

( ) personally known to me or  
(X) presented their driver's license number C40011870 <sup>0920</sup> and  
C400015818070, respectively, issued by the State of Florida as  
their personal identification

on this 12th day of AUG, 2009.

Barbara A. Tanner  
Notary Public  
State of Florida at Large

My Commission Expires: 5/11/10

NOTARY PUBLIC-STATE OF FLORIDA  
 Barbara A. Tanner  
Commission # DD551531  
My Comm. Expires: 05/11/2010

ARTICLES OF ORGANIZATION

FOR

COOLEY CUSTOM HOMES, LLC

The undersigned being all of the members and organizers to these Articles of Organization do hereby form a Limited Liability Company under the provisions of the Florida Limited Liability Company Act.

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company (hereinafter called "Company") shall be COOLEY CUSTOM HOMES, LLC.

ARTICLE II - PURPOSE

The purpose of this Company shall be generally to engage in real estate investment, real estate development, residential and commercial building and any other lawful business activity.

ARTICLE III - MANAGEMENT OF THE BUSINESS

The business shall be managed by Christopher T. Cooley.

ARTICLE IV - MEMBERSHIP

The members of the Company shall be

Christopher T. Cooley  
5002 Sandestin Blvd South, Unit 7033  
Sandestin, Florida 32550

Ana Cooley  
5002 Sandestin Blvd South, Unit 7033  
Sandestin, Florida 32550

ARTICLE V - TERM OF EXISTENCE

The existence of the Company shall commence as of the date and time upon which

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TALLAHASSEE, FLORIDA

these Articles of Organization are filed with the Florida Department of State. This Company shall exist perpetually unless dissolved according to law.

ARTICLE VI - MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and street address of the Company shall be:

5002 Sandestin Blvd South, Unit 7033  
Sandestin, Florida 32550

ARTICLE VII - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name of the initial registered agent of the corporation is Lisa Braden. The street address of the registered agent is:

4623 Forest Hill Blvd, Ste 111  
West Palm Beach, FL 33415

IN WITNESS WHEREOF, I have executed these Articles of Organization on this

12 day of August, 2009.

  
Christopher T. Cooley

  
Ana Cooley

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

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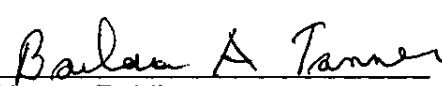
Subscribed, sworn to and acknowledged before me by Christopher T. Cooley and Ana Cooley, who are

☐ personally known to me or

☒ presented their driver's license number C400118700920 and C400015818070, respectively, issued by the State of Florida as their


personal identification  
on this 12th day of AUG, 2009.

My Commission Expires: 5/11/10

  
Notary Public

State of Florida at Large

NOTARY PUBLIC-STATE OF FLORIDA

 Barbara A. Tanner


Commission # DD551531

My Comm. Expires: 05/11/2010

## ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of Florida Statutes Section 608.415, the undersigned does hereby accept her appointment as registered agent on whom process may be served within the State of Florida and agrees to act in this capacity for the limited liability company named in the foregoing Articles of Organization. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned duties, and is familiar with and accepts the obligations of her position as registered agent.

On this 18<sup>th</sup> day of August, 2009

  
\_\_\_\_\_  
Lisa Braden

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA