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SPECIAL INSTRUCTIONS:

CERTIFICATE OF CONVERSION

FOR

GCB ASSOCIATES, LTD.

<u>INTO</u>

GCB ASSOCIATES 2009, LLC

This Certificate of Conversion and attached Articles of Organization are submitted to convert "Other Business Entity" into 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: GCB Associates, Ltd.
- 2. The "Other Business Entity" is a limited partnership, first organized, formed or incorporated under the laws of Florida on August 13, 1981.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: GCB Associates 2009, LLC.
- 4. The effective date of the conversion shall be the date of filing of the Certificate of Conversion.

Signed this 10th day September, 2009.

GCB ASSOCIATES, LTD., a Florida limited partnership

By: Sparknight (U.S.), Inc., a Florida corporation, general partner

Bv:

Chien E. Liew, President

GCB ASSOCIATES 2009, LLC, a Florida limited liability company

Ву:

Chien E. Liew, an Authorized Representative of a Member



ARTICLES OF ORGANIZATION OF GCB ASSOCIATES 2009, LLC

ARTICLE I - NAME

The name of this limited liability company is GCB ASSOCIATES 2009, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 5760 S. Semoran Blvd., Orlando, Florida 32822.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 5760 S. Semoran Blvd., Orlando, Florida 32822, and the name of the initial registered agent of the Company at that address is Chien E. Liew.

Signature of an Authorized Representative of a Member

Chien E. Liew

Typed or Printed Name of Signer

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated above, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and represents that he is familiar with, and accepts the obligations of, his position as registered agent as provided for in Chapter 608, Florida Statutes.

Chien E. Liew