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(Address)

(Address)

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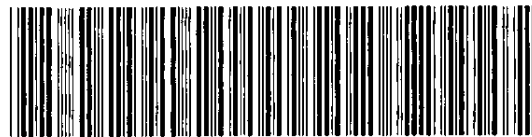
(Business Entity Name)

(Document Number)

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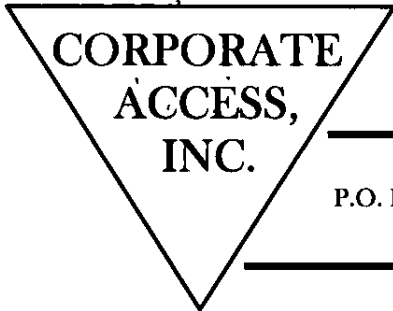
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Conversion

1. BDC Management, Inc.  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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**CERTIFICATE OF CONVERSION  
FOR  
FLORIDA PROFIT CORPORATION  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

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This Certificate of Conversion and attached Articles of Organization are submitted in accordance with Section 608-439, Florida Statutes, to convert the following "Other Business Entity" into a Florida Limited Liability Company.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is BDC MANAGEMENT, INC. P00000021412

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on March 1, 2000.

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

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is BDC MANAGEMENT, LLC.

5. This conversion shall be effective upon the date of filing this Certificate of Conversion and attached Articles of Organization with the Florida Department of State.

Dated this 22<sup>nd</sup> day of April, 2009. (Signature)  
(Signature)

Signature of Member or Authorized Representative of Limited Liability Company:

By: W H MacArthur  
Print Name: William H. MacArthur  
Title: Manager

Signature on behalf of Other Business Entity:

By: W H MacArthur  
Print Name: William H. MacArthur  
Title: President

**ARTICLES OF ORGANIZATION**  
**OF**  
**BDC MANAGEMENT, LLC**

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**ARTICLE I**

The name of this limited liability company is BDC MANAGEMENT, LLC.

**ARTICLE II**

The mailing address of the Limited Liability Company is BDC MANAGEMENT, LLC, and the street address of the principal office of the Limited Liability Company is 401 West Colonial Drive, Suite 7, Orlando, Florida 32804.

**ARTICLE III**

The street address of the initial registered office of the Limited Liability Company in Florida is 401 West Colonial Drive, Suite 7, Orlando, Florida 32804, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is William H. MacArthur.

**ARTICLE IV**

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Limited Liability Company Act, including all powers and purposed now and hereafter permitted by law to a limited liability company.

**ARTICLE V**

The effective date for this Limited Liability Company shall be the date of filing these Articles or Organization with the Florida Department of State.

**ARTICLE VI**

The Limited Liability Company is to be managed by Managers.

IN WITNESS WHEREOF, the undersigned Member has executed and acknowledged these Articles of Organization at Orlando, Florida, this 22<sup>nd</sup> day of May, 2009.

*July WSM*

*W H MacArthur*  
WILLIAM H. MacARTHUR, Manager

**CONSENT TO APPOINTMENT**  
**BY REGISTERED AGENT**

Having been named as registered agent for BDC MANAGEMENT, LLC, I hereby voluntarily consent to serve as Registered Agent for BDC MANAGEMENT, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated this 22<sup>nd</sup> day of May, 2009.

*July WSM*

*W H MacArthur*  
WILLIAM H. MacARTHUR