

LO9000120803

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

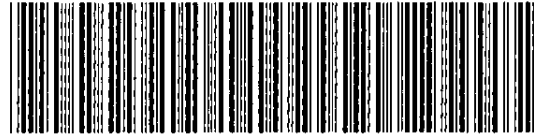
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS

B. KOHR

DEC 21 2009

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 225940 4352702
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 185.00

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DIVISION OF CORPORATIONS
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ORDER DATE : December 18, 2009
ORDER TIME : 4:43 PM
ORDER NO. : 225940-005
CUSTOMER NO: 4352702

CONVERSION DOCUMENT

NAME: CAITHNESS CONSTRUCTION, INC.

CONVERTING CORP INTO LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: _____

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**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with F.S. § 608.439.


1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **CAITHNESS CONSTRUCTION, INC.** (the "Converting Entity").
2. The "Converting Entity" is a Florida Corporation first formed under the laws of the state of Florida on June 13, 1996, Document No. P96000051066, and the jurisdiction has not been changed. The effective date of the incorporation was June 11, 1996.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **CAITHNESS CONSTRUCTION, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 607 and Chapter 608, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 607, Florida Statutes.
6. The Converted Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Chapter 607, Florida Statutes.
7. The effective date of Conversion to a Florida limited liability company is December 31, 2009 at 11:59 p.m.

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 18th day of December 2009.

CAITHNESS CONSTRUCTION, INC.,
a Florida corporation

By: 
Mark I. Caithness
Its President

CAITHNESS CONSTRUCTION, LLC,
a Florida limited liability company

By: 
Mark I. Caithness
Its President

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**ARTICLES OF ORGANIZATION
OF
CAITHNESS CONSTRUCTION, LLC**

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and in accordance with F.S. § 608.407.

1. Name. The name of the Company is:

CAITHNESS CONSTRUCTION, LLC

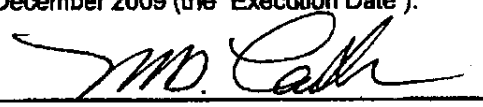
2. Mailing Address and Street Address of Principal Office. The mailing address of the Company is P.O. Box 357, Nokomis, Florida 34274 and the street address of the principal office of the Company is 2440 N. Tamiami Trail, Nokomis, Florida 34275.

3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is E. John Wagner, II, 200 South Orange Avenue, Sarasota, Florida 34236.

4. Existence. In accordance with F.S. § 608, the Company's existence shall begin effective at the date of the formation of the Converting Entity, which is June 13, 1996. The Conversion will be effective on December 31, 2009 at 11:59 p.m. The effective date of the original incorporation was June 11, 1996.

5. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned member or authorized representative has executed these Articles of Organization as of the 18th day of December 2009 (the "Execution Date").




Mark Caithness
Member or Authorized Representative

ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.



E. John Wagner, II