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2010 JAN 21 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. LEWIS  
JAN 22 2010  
EXAMINER

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

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TALLAHASSEE, FLORIDA


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 s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **Schiefer Motels, Inc.**
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on August 6, 1980, and assigned Document Number 681257.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

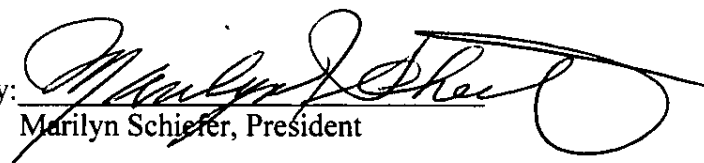
**Schiefer Motels, LLC**

Signed this 12 day of January, 2010.

SCHIEFER MOTELS, LLC

By:   
Marilyn N. Schiefer, Manager

SCHIEFER MOTELS, INC.

By:   
Marilyn Schiefer, President

**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY**

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**ARTICLE I - NAME**

The name of the Limited Liability Company is: **Schiefer Motels, LLC**

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 10808 Alico Pass, New Port Richey, FL 34655.

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE,  
& REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are:

Marilyn N. Schiefer  
10808 Alico Pass  
New Port Richey, FL 34655

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, F.S.

  
Marilyn N. Schiefer, Registered Agent

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company.

**ARTICLE V - MANAGER(S) OR MANAGING MEMBER(S)**

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

Manager

Marilyn N. Schiefer  
10808 Alico Pass  
New Port Richey, FL 34655

  
Marilyn N. Schiefer, Manager

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

Marilyn N. Schiefer  
Typed or printed name of signee

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