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SECRETARY OF SIALE DIVISION OF CORPORATION

G. MCLEOD

JAN 2 7 2010

EXAMINER

Law Offices Lamont Neiman Interian & Bellet, P. A.

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TWO SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131

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BOCA RATON OFFICE 980 NORTH FEDERAL HIGHWAY SUITE 440 BOCA RATON, FLORIDA 33432

(561) 391-1266 MIAMI LINE (305) 358-5710

ELLEN BETH BELLET ALBERTO INTERIAN ROBERT S. LAMONT CLAUDIA MONCARZ JAN S. NEIMAN

Reply to: Miami Office

January 14, 2009

Florida Department of State Division of Corporations Attn: Marsha Thomas P.O. Box 6327 Tallahassee, Florida 32314

RE: E

EMID, LLC

Ref. No.: W10000000155

Dear Ms. Thomas:

Pursuant to your letter dated January 4, 2010, a copy of which is enclosed for your reference, we are submitting a Certificate of Conversion and Articles of Organization reflecting the correction requested.

If you have any questions, please do not hesitate to contact us.

Very truly yours,

LAMONT NEIMAN INTERIAN & BELLET, P.A.

Yaolen Rojas Paralegal

/yr Enclosures

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10 JAN 25 AMII: 4

CERTIFICATE OF CONVERSION FOR ELECTRICAL MATERIAL AND INSULATION DISTRIBUTORS, INC. INTO ELECTRICAL MATERIAL AND INSULATION DISTRIBUTORS, LLC

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florid 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:

Electrical Material and Insulation Distributors, Inc.

- 2. The "Other Business Entity" is a corporation, first organized, formed and incorporated under the laws of Florida on May 21, 1991
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

Electrical Material and Insulation Distributors, LLC.

4. The effective date shall be January 1, 2010.

Signed this ____ day of December, 2009.

Electrical Material and Insulation Distributors, LLC

Tony Dezi Manager

Tony Dezi, Manager

Electrical Material and Insulation Distributors, Inc.

Tony Dezi, Director/Secretary

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ELECTRICAL MATERIAL AND INSULATION DISTRIBUTORS, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

2025 NW 102 Ave. Unit 105 Miami, Florida 33172

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Steven C. Klein, CPA, P.A. 11776 West Sample Road Ste. 105 Coral Springs, Florida 33065

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, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608, F.S..

REGISTERED AGENT

Steven C. Klein,

President

ARTICLE IV - Management:

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

The initial managers for the company shall be Paolo Dezi and Tony Dezi.

(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.)

Tony Dezi Manager

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Tony Dezi, Manager

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Tony Dezi

Manager