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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

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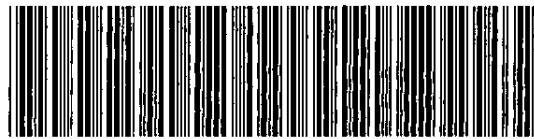
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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159 Lookout Place • Suite 101 • Maitland, FL 32751 • Phone: 407-647-PLAN (7526) • Fax: 407-644-2044 • www.epllc-plc.com

January 27, 2010

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

CERTIFIED MAIL # 7009 2250 0003 5331 5391
RETURN RECEIPT REQUESTED

Re: Fowler Groves, LLC

Dear Sir/Madam:

Enclosed please find a Certificate of Conversion and Articles of Organization which are being submitted to convert an "Other Business Entity" into a "Florida Liability Company" in accordance with s. 608.439, F.S. We have also enclosed a check in the amount of \$155.00 representing the filing fees and cost of a Certificate of Status.

Should you have any questions, please do not hesitate to contact me at 407-647-7526 ext. 101 or at cwilder@epllc-plc.com. You should use this email address for future annual report notifications.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Charles D. Wilder

CDW/mss
Enclosures
cc: Stephen Bekemeyer

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TALLAHASSEE, FLORIDA

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 s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Fowler Groves Limited Partnership

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited partnership

**(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)**

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on 05/31/1994

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Fowler Groves, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: 1/31/2010 close of business.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

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Signed this 26 day of Jan 20 10.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: Stephen H. Bekemeyer
Printed Name: Isabel T. Fowler, Inc., Manager Title: Stephen H. Bekemeyer, President

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Stephen H. Bekemeyer
Printed Name: Isabel T. Fowler, Inc., General Partner Title: Stephen H. Bekemeyer, President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

Articles of Organization of the Fowler Groves, LLC

A Florida Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer, desires to form a limited liability company pursuant to the Laws of the State of Florida by delivering in duplicate to the Secretary of State of the State of Florida these Articles of Organization, in accordance with the provisions of Florida Limited Liability Company Act, hereinafter referred to as the "Act".

Section 1.02 Name

The name of the limited liability company, referred to as the "Company", is:

Fowler Groves, LLC

Section 1.03 Duration

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

Section 1.04 Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

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Section 1.05 Principal Place of Business

The principal place of Business of the Company is:

Physical Address:
3382 SR 545
Winter Garden, Florida
34787

Mailing Address:
3382 SR 545
Winter Garden, FL 34787

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TALLAHASSEE, FLORIDA

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Section 1.06 Registered Agent and Registered Office

The name of the initial registered agent is Charles D. Wilder and the original registered addresses are as follows:

Physical Address:
159 Lookout Place, Suite
101
Maitland, FL 32751

Mailing Address:
159 Lookout Place, Suite
101
Maitland, FL 32751

Section 1.07 Registered Agent Consent

I, Charles D. Wilder, a natural person and resident of Florida, accept the appointment as agent of Fowler Groves, LLC, a Florida Limited Liability Company, upon whom process, notices and demands may be served, whose principal place of business and records are located at the address stated above. I understand that as agent it will be my responsibility to receive service of process, to forward mail, and to immediately notify the Office of the Secretary of State in the event of my resignation or any changes in the Registered Office Address.

Dated: January 26, 2010.



Charles D. Wilder, Registered Agent

Section 1.08 Name and Address of Organizer

Charles D. Wilder, 159 Lookout Place, Suite 101, Maitland, Florida
32751

Section 1.09 Additional Contributions

Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

Section 1.10 Additional Members

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

Section 1.11 Continuation of Business

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued membership of a Member in the Company, the remaining Members and Managers of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Managers fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

Section 1.12 Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Managers and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Managers of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

Section 1.13 Management

The business of the Company shall be conducted under the management of its Manager who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement. The name and address of the initial Manager are:

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Isabel T. Fowler, Inc.
3382 Avalon Road
Winter Garden, Florida 34787

Section 1.14 Indemnification and Liability

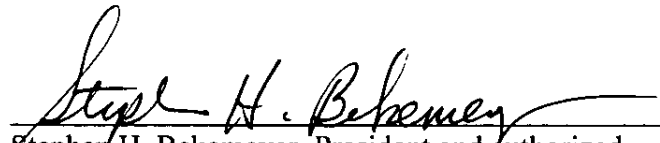
The Company may, as determined by the Managers of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

Section 1.15 Transferability of Interest

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF the undersigned forms this limited liability company with an effective date of January 31, 2010, at the close of business.

Executed on January 26, 2010


Stephen H. Bekemeyer, President and authorized
representative of Isabel T. Fowler, Inc., Member of
Fowler Groves, LLC

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