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Office Use Only



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TO MAR 18 AM II: 28
SECULETARY OF STATE

D. BRUCE
MAR 1 9 2010
EXAMINER



Hunter J. Brownlee Direct Dial: 813-222-2023 hbrownlee@fowlerwhite.com

March 18, 2010

FEDERAL EXPRESS

Division of Corporations Registration Section 2661 Executive Center Circle Clifton Building Tallahassee, Florida 32301

Certificate of Conversion of Brickman Old Mission, Inc. into Brickman Old Mission, LLC

Dear Sir/Madam:

Pursuant to your letter dated March 12, 2010, a copy of which is enclosed, we are resubmitting the above-referenced Certificate of Conversion with your requested changes for filing with the Division of Corporations. Please return a certified copy of the filing to my attention.

If you have any questions, please do not hesitate to give me a call. Thank you for your assistance with this matter.

Sincerely,

Hunter J. Brownlee

HJB/nmw Enclosures

42611636v1



FLORIDA DEPARTMENT OF STATE Division of Corporations

March 12, 2010

FOWLER WHITE BOGGS P.A. 501 EAST KENNEDY BLVD., SUITE 1700 TAMPA, FL 33602

SUBJECT: BRICKMAN OLD MISSION, LLC

Ref. Number: W10000012636

TILED

10 MAR 18 AM II: 28

We have received your document for BRICKMAN OLD MISSION, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce Regulatory Specialist II

Letter Number: 510A00006194



Hunter J Brownlee Direct Dial: 813-222-2023 hbrownlee@fowlerwhite.com

March 10, 2010

10 MAR 18 AM N: 28

FEDERAL EXPRESS

Division of Corporations Registration Section 2661 Executive Center Circle Clifton Building Tallahassee, Florida 32301

Re: Certificate of Conversion of Brickman Old Mission, Inc.

into Brickman Old Mission, LLC

Dear Sir/Madam:

Enclosed for filing with the Division of Corporations is the above-referenced Certificate of Conversion, with a check in the amount of \$185.00 to cover the filing fee and a certified copy, which should be returned to my attention.

If you have any questions, please do not hesitate to give me a call. Thank you for your assistance with this matter.

Sincerely,

Hunter J. Brownlee

HJB/nmw Enclosures

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CERTIFICATE OF CONVERSION

OF

BRICKMAN OLD MISSION, INC.

INTO

BRICKMAN OLD MISSION, LLC

The following Certificate of Conversion and the attached Articles of Organization are submitted to convert BRICKMAN OLD MISSION, INC., a Florida corporation, into BRICKMAN OLD MISSION, LLC, a Florida limited liability company, pursuant to Section 608.439, Florida Statutes.

- The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is "Brickman Old Mission, Inc."
- The "Other Business Entity" is a corporation, first organized under the laws of Florida on March 10, 1999.
 - 3. The jurisdiction of the "Other Business Entity" has not changed.
- The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Brickman Old Mission, LLC.
- 5. The effective date of the Conversion shall be the date on which this Certificate of Conversion and the attached Articles of Organization of Brickman Old Mission, LLC are filed with the Florida Department of State.

Signed this \underline{IB}^{t_h} day of March, 2010.

BRICKMAN OLD MISSION, INC. BRICKMAN OLD MISSION, LLC

By: Mayare Woughan Brick Margaret Vaughan Brickman

President of Brickman Old Mission, Inc.

Manager of Brickman Old Mission, LLC

EXHIBIT A

Articles of Organization

of

Brickman Old Mission, LLC

THE ED

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MALLAHASSEE, FISHIE

ARTICLES OF ORGANIZATION OF BRICKMAN OLD MISSION, LLC

The undersigned, acting as the authorized representative of the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

ARTICLE I Name

The name of the limited liability company is Brickman Old Mission, LLC.

ARTICLE II Principal Office and Mailing Address

The principal office and mailing address of the Company is 4606 Rue Bordeaux, Lutz, Florida 33558.

ARTICLE III Initial Registered Agent and Office

The street address of the initial registered office of the Company is 4606 Rue Bordeaux, Lutz, Florida 33558, and the registered agent at that address is Margaret Vaughan Brickman.

Dated this 19 day of March, 2010.

By: /s/Hunter J. Brownlee
Hunter J. Brownlee
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Brickman Old Mission, LLC, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this $\frac{12}{2}$ day of March, 2010.

REGISTERED AGENT:

By: /s/ Margaret Vaughan Brickman

Margaret Vaughan Brickman

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