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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Enclosed is a check for the following amount: \$\Bigsize \\$150.00 \text{ Filing Fees} \text{ \$\Bigsize \\$155.00 \text{ Filing Fees} \text{ and Certified Copy} \text{ \$\Bigsize \text{ \$\Certified Copy, and Certificate of Status} \text{ \$\Certificate of Status} \$\Certificate of St	TO: Registration Section	
(Name of Resulting Florida Limited Company) The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S. Please return all correspondence concerning this matter to: MICHELLE CARRION, PARALEGAL (Contact Person) CARLILE PATCHEN & MURPHY LLP (Firm/Company) 366 EAST BROAD STREET (Address) COLUMBUS, OH 43215 (City, State and Zip Code) JHM@CPMLAW.COM E-mail Address: (to be used for future annual report notifications) For further information concerning this matter, please call: JANE HIGGINS MARX (Name of Contact Person) Enclosed is a check for the following amount: Z \$150.00 Filing Fees (\$25 for Conversion and Certificate of Status) STREET ADDRESS: Registration Section Division of Corporations MAILING ADDRESS: Registration Section Division of Corporations	Division of Corporations	
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JANE HIGGINS MARX (Name of Contact Person) Enclosed is a check for the following amount: \$\Bigsize \text{\$150.00 Filing Fees} \text{\$\Bigsize \text{\$155.00 Filing Fees}} \text{\$\Bigsize \text{\$\$185.00 Filing Fees} \text{\$\text{\$\$and Certified Copy} Certified Copy, and & \text{\$\$125 for Articles} & \text{Status} & \text{\$\$Certificate of Status} \text{\$\$Organization}\$ \$\text{STREET ADDRESS:} & \text{MAILING ADDRESS:} \text{Registration Section} \text{Division of Corporations}		ual report notifications)
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Clifton Building P. O. Box 6327 2661 Executive Center Circle Tallahassee, FL 32314 Tallahassee, FL 32301	Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle	Registration Section Division of Corporations P. O. Box 6327

Certificate of Conversion For "Other Business Entity" Into Florida Limited Liability Company

This Certificate of Conversion <u>and attached Articles of Organization</u> 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:
ROYAL FARMS, LLC
(Enter Name of Other Business Entity)
2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)
first organized, formed or incorporated under the laws of OHIO
(Enter state, or if a non-U.S. entity, the name of the country)
on SEPTEMBER 28, 2004
(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:
ROYAL FARMS, LLC
(Enter Name of Florida Limited Liability Company)
5. If not effective on the date of filing, enter the effective date:
(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; <u>AND</u> 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is
listed therein.)
insteal effection,

Page 1 of 2

Signed this day of day.	<u>20 10</u> .
Signature of Member or Authorized Represents	ative of Limited Liability Company:
Signature of Member or Authorized Representative Printed Name: DEBORAH A. BALL	e: <u>Reborah I. Sell</u> Title: <u>MEMBER</u>
Signature(s) on behalf of Other Business Entity:	[See below for required signature(s).]
Signature: DEBORAH A. BALL	Title: MEMBER
Signature:	
Printed Name:	Title:
Signature:	
Signature: Printed Name:	Title:
Signature:	
Signature: Printed Name:	Title:
Signature:	
Printed Name:	Title:
Signature:	
Printed Name:	Title:
If Florida Corporation: Signature of Chairman, Vice Chairman, Director, or If Directors or Officers have not been selected, an Inc.	
If Florida General Partnership or Limited Liabili Signature of one General Partner.	ty Partnership:
If Florida Limited Partnership or Limited Liability Signatures of <u>ALL</u> General Partners.	ty Limited Partnership:
All others: Signature of an authorized person.	
Fees:	
Certificate of Conversion: Fees for Florida Articles of Organization: Certified Copy: Certificate of Status:	\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Na The name of the L	imited Liability Com	pany is:		
ROYAL FARMS, LLC				
(Must end with the word "LLC.")	ds "Limited Liability Compar	y," the abbreviation	"L.L.C.," or the o	lesignation
ARTICLE II - A	ddress:			
_	ss and street address of	of the principal	office of the	Limited
Liability Company	y is:			
Principal Office	Address:	<u>Maili</u>	ng Address:	
14696 ROLLING ROCK	PLACE	SAME		
WELLINGTON, FL 3341	ies			
	· · · · · · · · · · · · · · · · · · ·			<u> </u>
ARTICLE III - R	Registered Agent, Re	gistered Office	& Register	ed Agent's
Signature:				
	Company cannot serve as its o	wn Registered Agen	t. You must desig	nate an
individual or another				
business entity with an	active Florida registration.)			
business entity with an	•			
·	active Florida registration.) Florida street address	of the registere	d agent are:	
·	Florida street address	of the registere	d agent are:	
·	•	_	d agent are:	
·	Florida street address	Name	d agent are:	
·	Florida street address NRAI SERVICES, INC.	Name RIVE		e)
·	Florida street address NRAI SERVICES, INC. 2731 EXECUTIVE PARK D Florida street address	Name PRIVE SS (P.O. Box <u>N</u> O	OT acceptabl	e)
·	Florida street address NRAI SERVICES, INC. 2731 EXECUTIVE PARK D Florida street address WESTON	Name PRIVE SS (P.O. Box <u>No</u> FL	OT acceptabl	e)
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ARTICLE IV- Manager(s) or Managing Member(s):
The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MGRM	DEBORAH A. BALL
	14696 Rolling Rock PI
	Wellington, FL 33414
	
	(OPTIONAL)
nt is filed by the Florida Departme	e date of filing: (OPTIONAL) nor more than 90 days after the date ent of State; <u>AND</u> 2) must be the sam
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\$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional) Page 2 of 2



Writer's Direct Line: (614) 628-0802 Writer's E-Mail Address: mxc@cpmlaw.com

April 9, 2010

FEDEX STANDARD OVERNIGHT

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

Re: Royal Farms, LLC

Dear Sir or Madam:

Enclosed herewith are the following documents to convert Royal Farms, LLC, an Ohio limited liability company, to a Florida limited liability company:

- Cover letter
- An original and one copy of the "Certificate of Conversion"
- An original and one copy of the "Articles of Organization"
- Filing fee check in the amount of \$150.00

Please return a date-stamped copy of the documents to our office in the postage-paid envelope provided. If you have any questions about or problems with this filing, please contact me. Thank you.

Very truly yours,

CARLILE PATCHEN & MURPHY LLP

Mishelle Carrier

Michelle Carrion Paralegal

MXC/MXC/846128.1 013599.001 Enclosures

cc: Jane Higgins Marx (via e-mail, no encl.)