

L10000043185

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

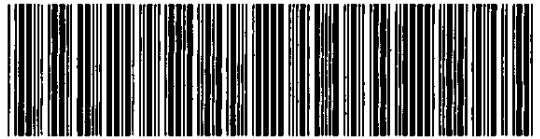
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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03/30/10--01023--027 **180.00

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10 APR 21 PM 2:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A handwritten signature or mark, possibly initials, written in black ink.

March 26, 2010

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

FILED
10 APR 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**RE: Filing Articles of Conversion
Master Gardener Landscaping, LLC
LZ order # 7750409**

Dear Sir or Madam:

Attached for filing please find the Articles of Conversion of the above-referenced corporation. Enclosed, please find a check for \$180.00 for the filing fee and certified copy fee. Please process this application as quickly as possible and send the filed copy to me at the address below:

Legalzoom.com, Inc.
7083 Hollywood Blvd., Suite 180
Los Angeles, CA 90028

If you have any questions, please call me at (323) 962-8600. Thank you for your help in this matter.

Sincerely,

Tony Burroughs X 862
LegalZoom.com

April 16, 2010

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

FILED
10 APR 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**RE: Filing Articles of Conversion
Master Gardener Landscaping, LLC
LZ order # 7750409**

Dear Sir or Madam:

Attached for filing please find the Articles of Conversion of the above-referenced corporation. This is a resubmission with relevant documentation enclosed. Please process this application as quickly as possible and send the filed copy to me at the address below:

Legalzoom.com, Inc.
7083 Hollywood Blvd., Suite 180
Los Angeles, CA 90028

If you have any questions, please call me at (323) 962-8600. Thank you for your help in this matter.

Sincerely,

Tony Burroughs
LegalZoom.com



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 1, 2010

TONY BURROUGHS
LEGALZOOM.COM, INC.
7083 HOLLYWOOD BLVD., SUITE 180
LOS ANGELES, CA 90028

SUBJECT: MASTER GARDENER LANDSCAPING, INC.
Ref. Number: P10000004053

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10 APR 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for MASTER GARDENER LANDSCAPING, INC. and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The corporation was filed in error by our office, we already have a company by the name MASTER GARDENER LANDSCAPING, INC., so to convert you will have to change the name or add something to it to make it different from the company already on file with our office.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 410A00008019

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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SECRETARY OF STATE
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:

MASTER GARDENER LANDSCAPING, INC. # P10000004053
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation.
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, 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 01/14/2010
(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:

Award Winning Landscapes, 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; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 23rd day of March 2010

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: [Signature]
Printed Name: Joseph Edward Johnston Title: Member

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

Signature: [Signature]
Printed Name: JULIA CANIPELLI Title: President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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)

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Award Winning Landscapes, LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

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TALLAHASSEE, FLORIDA

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

4600 Touchton Road, Suite 1150 ■
Jacksonville, FL 32246 ■

4600 Touchton Road, Suite 1150
Jacksonville, FL 32246 ■

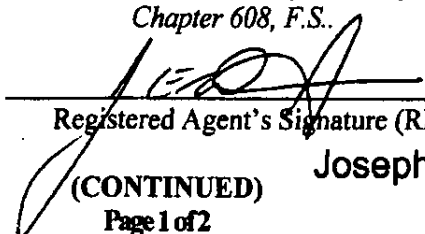
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Joseph Edward Johnston
Name
4600 Touchton Road, Suite 1150
Florida street address (P.O. Box **NOT** acceptable)
Jacksonville FL 32246
City, State, and Zip

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.


Registered Agent's Signature (REQUIRED)

Joseph Edward Johnston

ARTICLE IV- Manager(s) or Managing Member(s):

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

"MGR" = Manager
"MGRM" = Managing Member

Name and Address:

MGRM

Joseph Edward Johnston
4600 Touchton Road, Suite 1150
Jacksonville, FL 32246

MGRM

Jack W Johnston
4600 Touchton Road, Suite 1150
Jacksonville, FL 32246

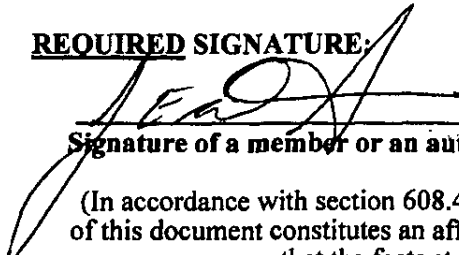
(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____

(OPTIONAL)

(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 Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.)

Joseph Edward Johnston

Typed or printed name of signee

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)