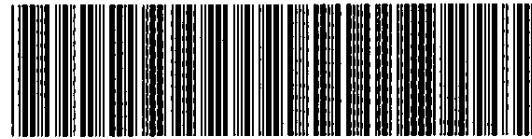


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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G. MCLEOD

JUN 02 2010

EXAMINER

10 MAY 25 PM 1:22

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pastor Property Management, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to 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:

Thomas O. Wells, Esq.  
(Contact Person)

Thomas O. Wells, P.A.  
(Firm/Company)

540 Biltmore Way  
(Address)

Coral Gables, FL 33134  
(City, State and Zip Code)

mechelle@twellsllaw.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Thomas O. Wells at ( 305 ) 444-0016  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CERTIFICATE OF CONVERSION  
OF  
PASTOR PROPERTY MANAGEMENT COMPANY  
INTO  
PASTOR PROPERTY MANAGEMENT, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 MAY 25 PM 1:22

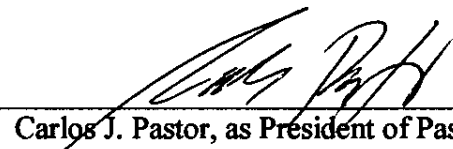
This Certificate of Conversion and the attached Articles of Organization are submitted to convert PASTOR PROPERTY MANAGEMENT COMPANY, a corporation organized under the laws of the State of Florida, into PASTOR PROPERTY MANAGEMENT, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 608.439, Florida Statutes.

1. PASTOR PROPERTY MANAGEMENT COMPANY, a corporation organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida was formed on November 4, 2008, under Document Number P08000098965.
2. The name of the Florida limited liability company into which PASTOR PROPERTY MANAGEMENT COMPANY will be converted is PASTOR PROPERTY MANAGEMENT, LLC. The Articles of Organization of PASTOR PROPERTY MANAGEMENT, LLC are attached to this Certificate of Conversion.
3. The conversion of PASTOR PROPERTY MANAGEMENT COMPANY, a Florida corporation, into PASTOR PROPERTY MANAGEMENT, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Limited Liability Company Act, Chapter 608.
4. The conversion of PASTOR PROPERTY MANAGEMENT COMPANY, a Florida corporation, into PASTOR PROPERTY MANAGEMENT, LLC and the Articles of Organization of PASTOR PROPERTY MANAGEMENT, LLC were approved by all of the shareholders and directors of PASTOR PROPERTY MANAGEMENT COMPANY, in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of PASTOR PROPERTY MANAGEMENT, LLC is 13770 Old Cutler Road, Palmetto Bay, Florida 33158. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for PASTOR PROPERTY MANAGEMENT, LLC will be 26-3662580 which is the same Federal employer identification number of PASTOR PROPERTY MANAGEMENT COMPANY.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.

7. PASTOR PROPERTY MANAGEMENT, LLC shall pay any shareholder of PASTOR PROPERTY MANAGEMENT COMPANY having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the 21 day of May, 2010.

By: \_\_\_\_\_

  
Carlos J. Pastor, as President of Pastor  
Property Management Company, and as a  
Manager of Pastor Property Management,  
LLC

ARTICLES OF ORGANIZATION  
OF  
PASTOR PROPERTY MANAGEMENT, LLC  
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I  
NAME

The name of the limited liability company is PASTOR PROPERTY MANAGEMENT, LLC (hereinafter, the "Company").

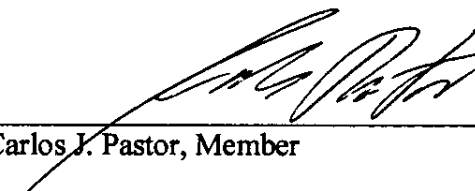
ARTICLE II  
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 13770 Old Cutler Road, Palmetto Bay, Florida 33158.

ARTICLE III  
REGISTERED AGENT AND REGISTERED OFFICE

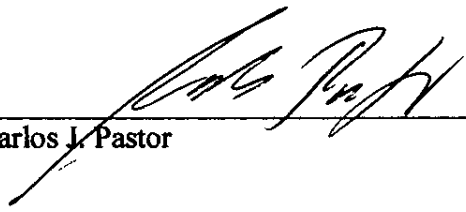
The name and street address of the Company's registered agent and registered office in the State of Florida is Carlos J. Pastor, 5999 Biscayne Blvd., Miami, Florida 33137.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 21 day of May, 2010.

  
\_\_\_\_\_  
Carlos J. Pastor, Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for PASTOR PROPERTY MANAGEMENT, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

  
\_\_\_\_\_  
Carlos J. Pastor

Dated: May 21, 2010