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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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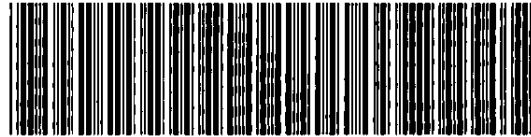
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
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T. HAMPTON

JUN -7 2010

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: JCD Enterprises of Central Florida, 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:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

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

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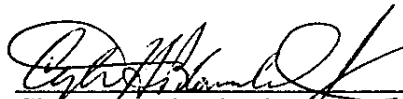
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CERTIFICATE OF CONVERSION
OF
JCD ENTERPRISES, INC.
INTO
JCD ENTERPRISES OF CENTRAL FLORIDA, LLC

This Certificate of Conversion and the attached Articles of Organization are submitted to convert JCD ENTERPRISES, INC., a corporation organized under the laws of the State of Florida, into JCD ENTERPRISES OF CENTRAL FLORIDA, 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. JCD ENTERPRISES, INC., a Florida 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 May 16, 1994, under Document Number P94000036770.
2. The name of the Florida limited liability company into which JCD ENTERPRISES, INC. will be converted is JCD ENTERPRISES OF CENTRAL FLORIDA, LLC. The Articles of Organization of JCD ENTERPRISES OF CENTRAL FLORIDA, LLC are attached to this Certificate of Conversion.
3. The conversion of JCD ENTERPRISES, INC., a Florida corporation, into JCD ENTERPRISES OF CENTRAL FLORIDA, 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 JCD ENTERPRISES, INC., a Florida corporation, into JCD ENTERPRISES OF CENTRAL FLORIDA, LLC and the Articles of Organization of JCD ENTERPRISES OF CENTRAL FLORIDA, LLC were approved by all of the shareholders and directors of JCD ENTERPRISES, INC., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of JCD ENTERPRISES OF CENTRAL FLORIDA, LLC is 35 East Pinehurst Blvd., Eustis, Florida 32726. 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 JCD ENTERPRISES OF CENTRAL FLORIDA, LLC will be 59-3242519 which is the same Federal employer identification number of JCD ENTERPRISES, INC.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
7. JCD ENTERPRISES OF CENTRAL FLORIDA, LLC shall pay any shareholder of JCD ENTERPRISES, INC. 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 20th day of May, 2010.



Clayton H. Blanchard, Jr., as President of JCD
ENTERPRISES, INC., and as a Manager of JCD
ENTERPRISES OF CENTRAL FLORIDA, LLC

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ARTICLES OF ORGANIZATION
OF
JCD ENTERPRISES OF CENTRAL FLORIDA, 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 JCD ENTERPRISES OF CENTRAL FLORIDA, LLC (hereinafter, the "Company").

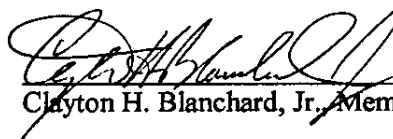
ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 35 East Pinehurst Blvd., Eustis, Florida 32726.

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 Clayton H. Blanchard, Jr., 35 East Pinehurst Blvd., Eustis, Florida 32726.

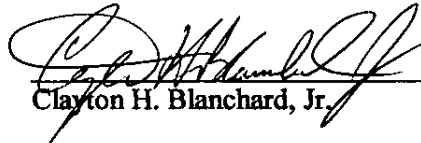
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 20th day of May, 2010.


Clayton H. Blanchard, Jr., Member

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for JCD ENTERPRISES OF CENTRAL FLORIDA, 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.


Clayton H. Blanchard, Jr.

Dated: May 20, 2010

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