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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

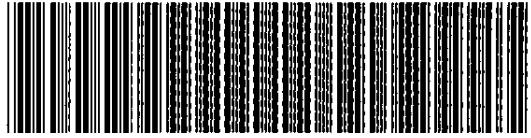
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EXAMINER



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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June 2, 2010

**CERTIFIED MAIL 7105 4522 6440 0000 1094
RETURN RECEIPT REQUESTED**

Florida Department of State
Division of Corporations
Registration Section
PO Box 6327
Tallahassee, FL 32314

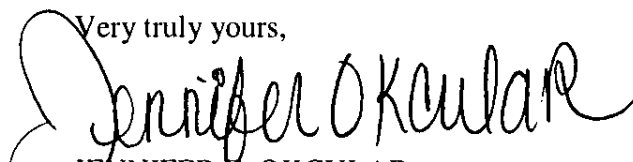
**RE: Corporate Conversions
Our Reference No.: 1714 (C.1)**

To Whom It May Concern:

We have enclosed the Certificate of Conversion of K & R Group, Inc. into K & R Group, LLC as well as Articles of Organization of K & R Group, LLC for filing. We have also included our firm's check made payable to the Florida Department of State in the amount of \$160.00 to cover the required filing fees.

Should you have any questions, please feel free to contact me.

Very truly yours,



JENNIFER E. OKULAR
For the Firm

JEO/lc

Enclosures (as stated)

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FILED

CERTIFICATE OF CONVERSION
OF
K & R GROUP, INC.
INTO
K & R GROUP, LLC

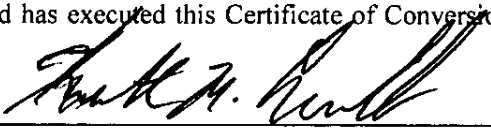
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Articles of Organization are submitted to convert K&R GROUP, INC., a corporation organized under the laws of the State of Florida, into K&R GROUP, 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. K&R GROUP, INC., 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 January 7, 1986, under Document Number H93044.
2. The name of the Florida limited liability company into which K&R GROUP, INC. will be converted is K&R GROUP, LLC. The Articles of Organization of K&R GROUP, LLC are attached to this Certificate of Conversion.
3. The conversion of K&R GROUP, INC., a Florida corporation, into K&R GROUP, 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 K&R GROUP, INC., a Florida corporation, into K&R GROUP, LLC and the Articles of Organization of K&R GROUP, LLC were approved by all of the shareholders and directors of K&R GROUP, INC., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of K&R GROUP, LLC is 1000 Clint Moore Road, Suite 110, Boca Raton, Florida 33487. 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 K&R GROUP, LLC will be 59-2624385 which is the same Federal employer identification number of K&R GROUP, INC.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
7. K&R GROUP, INC. shall pay any shareholder of K&R GROUP, 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 25 day of MAY, 2010.


KENNETH ENDELSON, as President of K&R GROUP, INC., and as a Manager of K&R GROUP, LLC.

ARTICLES OF ORGANIZATION
OF
K&R GROUP, 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 K&R GROUP, LLC
(hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 1000 Clint Moore Road, Suite 110, Boca Raton, Florida 33487.

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 Kenneth Endelson, 1000 Clint Moore Road, Suite 110, Boca Raton, FL 33487.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 25 day of MAY, 2010.



RICHARD ENKELSTEIN, Member



KENNETH ENDELSON, Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for K&R GROUP, 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.



KENNETH ENDELSON

Dated: MAY 25, 2010