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2010 JUN 30 AM II: 31
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Þ	FILING Inc to LCC CONV.
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SPECIAL 1	INSTRUCTIONS:

CERTIFICATE OF CONVERSION FOR THE CONVERSION OF KERINA WOODS, INC. INTO KERINA WOODS, LLC

FILED
2010 JUH 30 AM H: 37
SECRETARY OF STATE TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert **Kerina Woods**, **Inc.**, a Florida corporation (the "<u>Corporation</u>"), into **Kerina Woods**, **LLC**, a Florida limited liability company (the "<u>Limited Liability Company</u>"), in accordance with Section 608.439 of the Florida Limited Liability Company Act (the "<u>Act</u>").

- 1. The Corporation was formed under the Florida Business Corporation Act by the filing of its articles of incorporation with the Florida Department of State on June 26, 2008. Posopold 22 70
- 2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Kerina Woods, Inc.
- 3. The name of the Limited Liability Company as set forth in the articles of organization filed in accordance with Section 608.439(2) of the Act is Kerina Woods, LLC.
- 4. The effective date of the conversion shall be the date of the filing of this Certificate of Conversion with the Florida Department of State.

Signed this 2964 day June, 2010

KERINA WOODS, INC., a Florida corporation

Miranda F. Fitzgerald, President

KERINA WOODS, LLC, a Florida limited liability company

Kathleen Keller, Authorized Representative of a Member

Acpresentative of a monitor

ARTICLES OF ORGANIZATION OF KERINA WOODS, LLC

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2010 JUN 30 AM #1: 37

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this limited liability company is **KERINA WOODS**, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 5401 S. Kirkman Road, Suite 650, Orlando, Florida 32819.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 5401 S. Kirkman Road, Suite 650, Orlando, Florida 32819, and the name of the initial registered agent of the Company at that address is Kathleen Keller.

<u>ARTICLE IV – MANAGEMENT</u>

The Company is to be managed by one or more managers and is, therefore, a manager—managed company.

Signature of a Member or an Authorized Representative of a Member

Kathleen Keller

Typed or Printed Name of Signer

ACCEPTANCE OF REGISTERED AGENT

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, Florida Statutes.

Kathleen Keller