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(City/State/Zip/Phone #)

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SECRETARY OF STATE
DIVISION OF CORPORATION
10 SEP 23 PM 1:54

N. Culligan SEP 24 2010

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Retro-Reflectivity Technology, 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:

Kevin A. Kane, Esquire
(Contact Person)

IVAN, COLE, BONNETTE & KANE, P.A.
(Firm/Company)

One Independent Drive, Ste. 3131
(Address)

Jacksonville, Florida 32202
(City, State and Zip Code)

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

For further information concerning this matter, please call:

Kevin A. Kane, Esquire at (904) 358-3006
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input checked="" 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

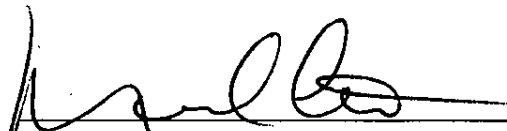
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**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**


This Certificate of Conversion and attached Articles of Organization are submitted to convert a Florida profit corporation into a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **RETRO-REFLECTIVITY TECHNOLOGY, INC.**
2. The "Other Business Entity" is a profit corporation first incorporated under the laws of the State of Florida on August 1, 2005, under Document Number P05000106643.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is **RETRO-REFLECTIVITY TECHNOLOGY, LLC.**
4. The effective date of the conversion shall be the date of filing of this Certificate of Conversion by the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Conversion is executed on September 2
2010.



MELVIN O. CARTER, Member of Retro-Reflectivity Technology, LLC



SHETON RYALS, Member of Retro-Reflectivity Technology, LLC

**RETRO-REFLECTIVITY TECHNOLOGY,
INC., a Florida profit corporation**

By: 

MELVIN O. CARTER, President

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**ARTICLES OF ORGANIZATION
OF
RETRO-REFLECTIVITY TECHNOLOGY, LLC**

The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

**Article I
Name**

The name of this limited liability company shall be **RETRO-REFLECTIVITY TECHNOLOGY, LLC**.

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this limited liability company shall be **1275 County Road 210 West, Jacksonville, Florida 32259**.

**Article III
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this limited liability company are:

**MELVIN O. CARTER
1275 County Road 210 West
Jacksonville, Florida 32259**

**Article IV
Effective Date; Duration**

The existence of this limited liability company shall commence on the date these Articles are filed with the Florida Department of State. This limited liability company shall terminate on the date set forth in its Operating Agreement.

**Article V
Purposes**

This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

*Kevin A. Kane, Esquire
IVAN, COLE, BONNETTE & KANE, P.A.
One Independent Drive, Suite 3131
Jacksonville, Florida 32202
Telephone: (904)358-3006
Fla. Bar No.: 0378770*

Article VI
Admission of Additional Members

The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

Article VII
Management

This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement. The name and street address of the initial manager of this limited liability company are:

MELVIN O. CARTER
1275 County Road 210 West
Jacksonville, Florida 32259

SHELTON RYALS
1275 County Road 210 West
Jacksonville, Florida 32259

Article VIII
Operating Agreement

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

Article IX
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of
Organization the 2nd day of September, 2010.

A handwritten signature in black ink, appearing to read 'Melvin Q. Carter', written over a horizontal line.

MELVIN Q. CARTER
"Member"

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THIS LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **RETRO-REFLECTIVITY TECHNOLOGY, LLC.**
2. The name and the Florida street address of the registered agent are:

**MELVIN O. CARTER
1275 County Road 210 West
Jacksonville, Florida 32259**

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.


MELVIN O. CARTER

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