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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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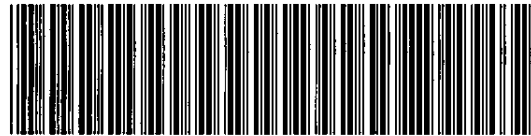
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J. SAULSBERRY
EXAMINER

NOV 22 2010

GARY B. FRESE *[§]
* GREGORY S. HANSEN ***
J. PATRICK ANDERSON *
LAURA L. ANDERSON **
STEPHEN P. HEUSTON **
ALLAN P. WHITEHEAD
ERIKA J. MCBRYDE

LAW OFFICES OF
**FRESE
HANSEN**
ANDERSON, ANDERSON,
HEUSTON & WHITEHEAD, P.A.

* BOARD CERTIFIED IN TAX LAW
** BOARD CERTIFIED IN WILLS,
TRUSTS AND ESTATES LAW
*** BOARD CERTIFIED IN CIVIL
TRIAL LAW
§ BOARD CERTIFIED IN REAL
ESTATE LAW

November 17, 2010

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: *Dragon Fly Properties, Inc. to Dragon Fly Properties, LLC*
Our File No. 210-0542

Dear Sir or Madam:

In connection with conversion of the above-referenced Florida profit corporation into a Florida limited liability company, enclosed please find a Certificate of Conversion, Articles of Organization, and this firm's check in the amount of \$180.00 (\$25.00 conversion fee, \$125.00 filing fee for Articles of Organization; \$30.00 certified copy).

Please file the Certificate and Articles and return a certified copy to my office.

Should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

FRESE HANSEN

J. Patrick Anderson

JPA:pip
Enclosures

ARTICLE VI - MANAGEMENT

The Company shall be managed by one (1) or more managers. The names and addresses of the initial managers of the Company are as follows:

Deborah C. Schmid
25 Country Club Road
Cocoa Beach, Florida 32931

Phillip A. Madison
25 Country Club Road
Cocoa Beach, Florida 32931

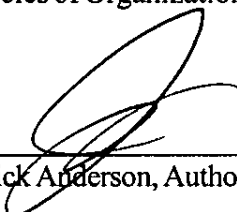
ARTICLE VII - ADOPTION OF OPERATING AGREEMENT

The Members of the Company shall adopt an operating agreement which shall contain provisions for the management of the business and the regulation of the affairs of the Company that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE VIII - AMENDMENT

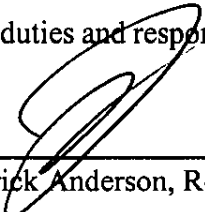
The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the Members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 16th day of November, 2010.



J. Patrick Anderson, Authorized Representative

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.



J. Patrick Anderson, Registered Agent

**CERTIFICATE OF CONVERSION
FOR
DRAGON FLY PROPERTIES, INC.
INTO
DRAGON FLY PROPERTIES, LLC**

P000000106009

DRAGON FLY PROPERTIES, INC., a Florida corporation, files this Certificate of Conversion whereby it shall be converted to a Florida limited liability company pursuant to Section 608.439, Florida Statutes. This conversion has been approved by all Shareholders of DRAGON FLY PROPERTIES, INC.

1. DRAGON FLY PROPERTIES, INC., a Florida corporation, was formed in the State of Florida on November 14, 2000, and has not changed its jurisdiction.
2. The name of the corporation immediately prior to the conversion is: DRAGON FLY PROPERTIES, INC.
3. The name of the limited liability company, as set forth in the attached Articles of Organization, to which the corporation will be converted is: DRAGON FLY PROPERTIES, LLC.
4. The effective date of the conversion shall be upon filing of this Certificate and the Articles of Organization with the Department of State.

Dated this 16 day of November, 2010.

DRAGON FLY PROPERTIES, INC.

By: Deborah C. Schmid, president
Deborah C. Schmid, President

DRAGON FLY PROPERTIES, LLC

By: J. Patrick Anderson, Incorporator
J. Patrick Anderson, Incorporator

ARTICLES OF ORGANIZATION
OF
DRAGON FLY PROPERTIES, LLC

The undersigned person hereby adopts these Articles of Organization in order to form a limited liability company under Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company shall be Dragon Fly Properties, LLC (the "Company").

ARTICLE II - DURATION

The Company shall commence upon the filing of these Articles of Organization and shall exist perpetually.

ARTICLE III - PURPOSE

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to a limited liability company organized according to the laws of the State of Florida.

ARTICLE IV - ADDRESS

The initial street and mailing address of the principal place of business of the Company is 25 Country Club Road, Cocoa Beach, Florida 32931.

ARTICLE V - REGISTERED AGENT

The initial address in Florida of the initial registered office of the Company is 2200 Front Street, Suite 301, Melbourne, Florida 32901, and the name of the initial registered agent of the Company at that address is J. Patrick Anderson.