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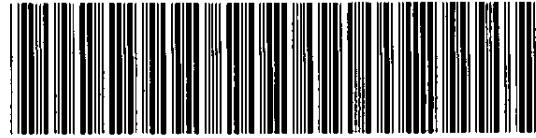
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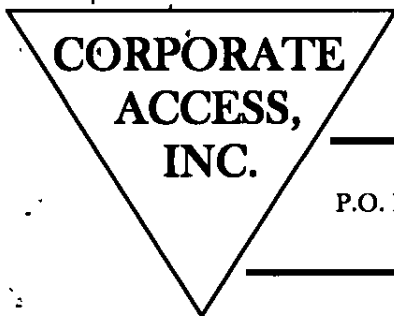
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Conversion

1. C.A. ELLIOT LLP
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP
INTO
FLORIDA LIMITED LIABILITY COMPANY**

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This Certificate of Conversion and the attached Articles of Organization are submitted to convert the following Florida Limited Liability Limited Partnership into a Florida Limited Liability Company in accordance with s. 620.2104 and 608.439, Florida Statutes.

1. The name of the Florida Limited Partnership converting into the Limited Liability Company is: C.A. ELLIOTT, LLLP
2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: C.A. ELLIOTT, LLC
3. The Florida Limited Liability Limited Partnership was first organized, formed or incorporated under the laws of Florida on September 8, 1999, and assigned Document Number A99000001471.
4. The plan of conversion was approved by the converting Florida Limited Partnership as required by Chapter 620, Florida Statutes.
5. The converting Florida Limited Partnership hereby converts into a Limited Liability Company in compliance with Chapter 620, F.S., and with Chapter 608, F.S.
6. This conversion shall be effective on the date this Certificate of Conversion is filed with the Florida Department of State.

The undersigned is the authorized representative of the sole General Partner.

Callie A. Elliott

CALLIE A. ELLIOTT, as General Partner
for C.A. ELLIOTT, LLLP

C.A. ELLIOTT, LLC

By: Callie A. Elliott

Callie A. Elliott, Manager

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**ARTICLES OF ORGANIZATION
OF
C.A. ELLIOTT, LLC
A Florida Limited Liability Company**

**ARTICLE I
NAME**

The name of this limited liability company is C.A. ELLIOTT, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company are as follows:

143 Variety Tree Circle
Altamonte Springs, FL 32714

**ARTICLE III
COMMENCEMENT OF COMPANY'S EXISTENCE**

The Company's existence commenced on September 8, 1999, as a Florida limited partnership.

**ARTICLE IV
REGISTERED AGENT**

The address of the initial Registered Office and the Registered Agent at such address are as follows:

Gregory W. Meier, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, FL 32801


**ARTICLE V
MANAGEMENT**

The Company is to be a manager-managed company. A manager may receive compensation for his or its services. The name and address of the initial manager are as follows:

Callie A. Elliott
143 Variety Tree Circle
Altamonte Springs, FL 32714

**ARTICLE VI
APPLICABLE LAW**

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.




Gregory W. Meier, as
Authorized Representative

**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement of acceptance of his designation as Registered Agent for the Company:

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 of the Florida Statutes.



Gregory W. Meier