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(Requestor's Name)

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(City/State/Zip/Phone #)

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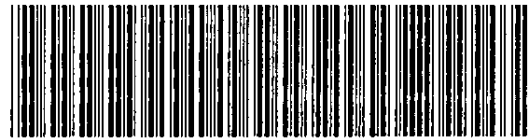
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
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T. HAMPTON

MAR - 8 2011

EXAMINER

RAHDERT, STEELE, REYNOLDS & DRISCOLL, P. A.
ATTORNEYS AT LAW

THE ALEXANDER BUILDING
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(727) 823-6189

February 24, 2011

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

RE: RSR Holdings, LLC

To Whom It May Concern:

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 George K. Rahdert, Esq., 535 Central Avenue, St. Petersburg, Florida 33701. For further information concerning this matter, please call George K. Rahdert, Esq. at (727) 823-4191.

Enclosed is a check in the amount of \$155.00 made payable to the Florida Department of State for the filing fees and Certificate of Status.

If you have any questions or concerns, please do not hesitate to contact me. Thank you in advance for your kind attention to this matter.

Sincerely,



George K. Rahdert, Esq.

Enclosures

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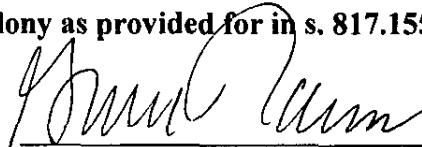
Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Rahdert, Steele & Reynolds, P.A.
2. The "Other Business Entity" is a Florida Profit Corporation first organized, formed or incorporated under the laws of the State of Florida on March 16, 1994.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: RSR Holdings, LLC.
4. The effective date shall be the date of filing.
5. The conversion is permitted by the applicable laws governing the other business entity, and the conversion complies with such laws and the requirements of s. 608.439, F.S., in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.


Signed this 24th day of February 2011.

Signature of Member or Authorized Representative of Limited Liability Company:
Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.



George K. Rahdert, Managing Member

Signature on behalf of Other Business Entity: Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.



George K. Rahdert, President

ARTICLES OF ORGANIZATION
OF
RSR HOLDINGS, LLC

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ARTICLE I - Name

The name of the Limited Liability Company is: RSR Holdings, LLC.

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

535 Central Avenue
St. Petersburg, Florida 33701

Mailing Address:

535 Central Avenue
St. Petersburg, Florida 33701

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

George K. Rahdert
535 Central Avenue
St. Petersburg, Florida 33701

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 related 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, F.S.



Resident Agent's Signature

ARTICLE IV – Managers or Managing Members

The name and address of each Manager or Managing Member is as follows:

Title:

“MGR” = Manager

“MGRM” = Managing Member

Name and Address:

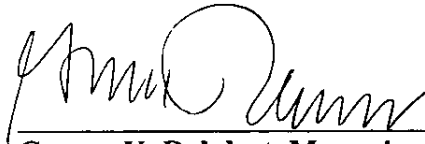
MGRM

George K. Rahdert
535 Central Avenue
St. Petersburg, Florida 33701

ARTICLE V – Effective Date

The effective date shall be the date of filing.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 24th day of February 2011.



George K. Rahdert, Managing Member

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

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