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(Address)

(City/State/Zip/Phone #)

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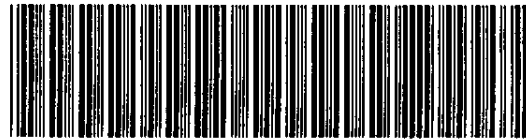
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 APR -6 PM 04 08

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C. LEWIS

APR 7 2011

EXAMINER

BERNTSSON, ITTERSAGEN, GUNDERSON,
WAKSLER & WIDEIKIS, LLP

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April 4, 2011

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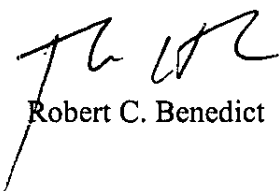
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Sunny Dreams Factory, LLC

To Whom It May Concern:

Enclosed please find the original Certificate of Conversion and the original Articles of Organization of Sunny Dreams Factory, LLC, to be filed with your office. We have also enclosed our check in the amount of \$150.00 to cover the filing fees. Thank you for your assistance.

Sincerely,



Robert C. Benedict

RCB/jd
Enclosures

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

FILED
2011 APR -6 PM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 **SUNNY DREAMS FACTORY, Inc, a Florida corporation.** *P96000003460*
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on January 8, 1996.
3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization** is: **SUNNY DREAMS FACTORY, LLC.**
4. 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.
5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.


Signed this *14* day of March, 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.



Esther Maisch, Organizer

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.



Esther Maisch, President

FILED

2011 APR -6 PM 12:00

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF ORGANIZATION
OF**

SUNNY DREAMS FACTORY, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SUNNY DREAMS FACTORY, LLC ("Company").

ARTICLE II - ADDRESS

The street address of the principal office of the company shall be 10470 Sunny Dreams terrace, Englewood, Florida 34224. The mailing address of the company shall be PO Box 5316, Englewood, Florida 34224.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Ernest Sturges, Jr., 701 JC Center Court, Suite 3, Port Charlotte, Florida 33954.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as agreed upon.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE


The company shall be dissolved on the death, bankruptcy, or dissolution of a member or

manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Esther Maisch, 1460 S. McCall Road, Suite 3E, Englewood, Florida 34223.

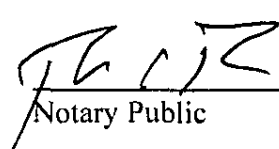
IN WITNESS WHEREOF, the undersigned organizers has made and subscribed these articles of organization at Charlotte County, Florida on this 18th day of March, 2011.


Esther Maisch, Organizer

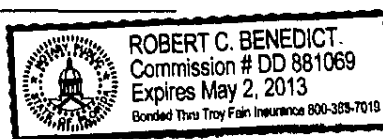
STATE OF FLORIDA

COUNTY OF CHARLOTTE

Sworn to (or affirmed) and subscribed before me this 18th day of March, 2011 by Esther Maisch.


Notary Public

Personally Known X OR Produced Identification _____
Type of Identification Produced _____




FILED

2011 APR -6 PM 12:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Sunny Dreams Factory, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.


Ernest W. Sturges, Jr., Registered Agent