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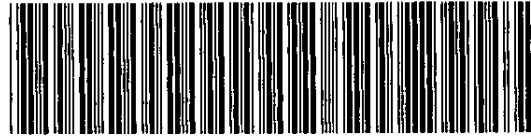
(Business Entity Name)

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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

B. KOHR

MAY - 2 2011

EXAMINER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

11 MAY - 2 PM 2:55

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

STEVEN W. MOORE, P.A.

INTO

STEVEN W. MOORE PLLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 MAY -2 PM 2:55

Art of Inc. File \_\_\_\_\_

LTD Partnership File \_\_\_\_\_

Foreign Corp. File \_\_\_\_\_

L.C. File \_\_\_\_\_

Fictitious Name File \_\_\_\_\_

Trade/Service Mark \_\_\_\_\_

Merger File \_\_\_\_\_

Art. of Amend. File \_\_\_\_\_

RA Resignation \_\_\_\_\_

Dissolution / Withdrawal \_\_\_\_\_

Annual Report / Reinstatement \_\_\_\_\_

Cert. Copy \_\_\_\_\_

Photo Copy \_\_\_\_\_

Certificate of Good Standing \_\_\_\_\_

Certificate of Status \_\_\_\_\_

Certificate of Fictitious Name \_\_\_\_\_

Corp Record Search \_\_\_\_\_

Officer Search \_\_\_\_\_

Fictitious Search \_\_\_\_\_

Fictitious Owner Search \_\_\_\_\_

Vehicle Search \_\_\_\_\_

Driving Record \_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: SETH

05/02/11 11:00

Name

Date

Time

Walk-In \_\_\_\_\_

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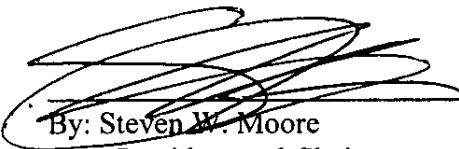
CERTIFICATE OF CONVERSION OF  
STEVEN W. MOORE, P.A., a Florida professional association  
TO  
STEVEN W. MOORE, PLLC., a Florida professional limited liability company

Pursuant to Florida Statute §608.439, STEVEN W. MOORE, P.A. files this its Certificate of Conversion from a For-Profit Corporation to a Florida Limited Liability Company.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 MAY -2 PM 2:55

- FIRST: STEVEN W. MOORE, P.A. was duly formed and organized under the laws of the State of Florida on July 2, 1999 , Document Number: P99000059912.
- SECOND: The name of the predecessor entity was STEVEN W. MOORE, P.A., a Florida professional association.
- THIRD: The name of the professional limited liability company is STEVEN W. MOORE, PLLC., a Florida professional limited liability company.
- FOURTH: The registered agent shall be Steven W. Moore, P.A., 8240 118<sup>th</sup> Avenue North, Suite 300, Largo, Florida 33773.
- FOURTH: The effective date of the conversion shall be the date of filing.

Steven W. Moore, P.A.,  
a Florida professional association

  
By: Steven W. Moore  
Its. President and Chairman

Steven W. Moore, PLLC.  
a Florida professional limited liability company

  
By: Steven W. Moore, Member and Manager

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Professional Limited Liability Company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office, and I am familiar with, and accept, the obligation of that office.

  
By: Steven W. Moore, Registered Agent

**ARTICLES OF ORGANIZATION  
FOR THE PROFESSIONAL LIMITED LIABILITY COMPANY  
OF  
STEVEN W. MOORE, PLLC,**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 MAY -2 PM 2:55

The undersigned, acting as the organizers we have associated ourselves together for the purpose of becoming a professional limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of professional limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for conduct of business of the professional limited liability company (these "Articles"):

**ARTICLE I  
NAME**

The name of this professional limited liability company shall be:

STEVEN W. MOORE, PLLC,  
(the "Company")

**ARTICLE II  
DURATION**

This Company shall commence on the date of the filing of these Articles of Organization pursuant to Chapter 621 of the Florida Statutes, and shall continue for a perpetual period of time from this commencement date, or until dissolved by all of its members. Subject to the foregoing this company shall be dissolved on the happening of any of the following events:

- (1) Expiration of the term specified above;
- (2) Withdrawal, retirement, death, resignation, bankruptcy, dissolution or expulsion of any member, unless the business of this Company is continued by the consent of all the remaining members; or
- (3) Unanimous written consent of all of the members.

**ARTICLE III  
PURPOSES**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 621 of Florida Statutes or any laws of the State of Florida. In addition, the Company is authorized to transact the following:

1. To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney, licensed under the laws of the State of Florida, is allowed to render, ("professional services") but such professional

services shall be rendered only through individuals authorized by the laws of the State of Florida to render such professional services as individuals.

2. To have, in furtherance of the corporate purposes, all of the powers conferred upon professional limited liability companies organized in the State of Florida, subject to any limitations thereof contained in these Articles of Organization, in Chapter 621 of the Florida Statutes or any laws of the State of Florida.

#### **ARTICLE IV. RESTRAINT ON ALIENATION**

No member may sell or transfer his/her shares in the Company except to another individual who is eligible to be a member (i.e. an attorney) of the Company under Florida Law.

#### **ARTICLE V. DISQUALIFICATION**

If any officer, manager, member, agent or employee of the Company who has been rendering professional service ("an attorney") to the public for the Company becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Company shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment with and financial and membership interests in the Company.

#### **ARTICLE VI PLACE OF BUSINESS**

The mailing address and street address of the principal place of business of this Company shall be 8240 118<sup>th</sup> Avenue North, Suite 300, Largo, Florida 33773, or such other place or places as may be designated by the members from time to time.

#### **ARTICLE VII REGISTERED AGENT AND OFFICE**

The name of the initial registered agent for this Company shall be Steven W. Moore, P. A. and the street address of the registered agent for the service of process shall be 8240 118<sup>th</sup> Avenue North, Suite 300, Largo, Florida 33773.

#### **ARTICLE VIII ADMISSION OF MEMBERS**

The initial members of this Company shall be set forth in the Operating Agreement and Regulations adopted by the members as set forth therein. The admission of additional members shall be accomplished only by a unanimous vote of the members. Pursuant to Florida Statutes Chapter 621, none of the membership shares of the Company may be issued to anyone other than an

individual who is duly licensed to practice law in the State of Florida.

**ARTICLE IX**  
**CONTINUATION OF BUSINESS**

The members may, by unanimous written agreement, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

**ARTICLE X**  
**MANAGEMENT**

The management of this Company shall be managed by a manager(s) to be elected by a majority of the members at the annual meeting. No person shall serve as a Manager of the Company unless the person is duly licensed to practice law in the State of Florida. The name(s) and address(es) of such manager(s) who is/are to serve until the first annual meeting of the members or until his/their successor(s) is/are elected and qualify are:

Steven W. Moore

8240 118<sup>th</sup> Avenue North, Suite 300  
Largo, Florida 33773

The manager(s) shall vote on and approve all matters relating to the limited liability Company including, but not limited to, the contracting of debt, entering into leases, contracts, mortgages, notes, deeds, conveyance agreements, trusts, security agreements, assignments, licenses, bills of sale, management agreements and such other generally recognized business arrangements.

**ARTICLE XI**  
**POWERS**

This Company shall have all of the powers and authorities as provided for in Chapter 621 of Florida Statutes.

**ARTICLE XII**  
**PROPERTY**

(a) **Ownership.** All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

(b) **Title.** The title to all property of the Company shall be held in the name of this Company.

(c) **Conveyances.** The manager(s) is/are hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents

and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by the manager. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf. The following form of signature shall be used for obtaining or conveying title to any real or personal property:

STEVEN W. MOORE, PLLC,

By: \_\_\_\_\_  
Steven W. Moore, Manager

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

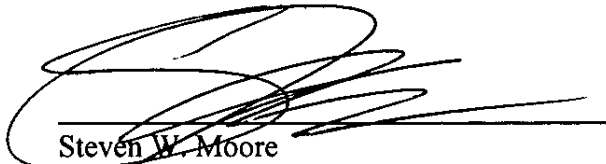
#### **ARTICLE XIII** **AMENDMENTS**

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Chapter 621 of the Florida Statutes.

#### **ARTICLE XIV** **REGULATIONS & OPERATING AGREEMENT**

The members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement and Regulations shall be set forth in the Operating Agreement and Regulations, except that the initial form shall be approved by all the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of the members and acknowledged them to be my act this 28 day of April, 2011.

  
Steven W. Moore

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
AND ACCEPTANCE BY REGISTERED AGENT**

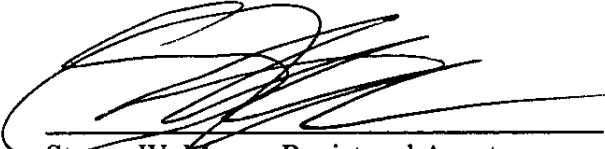
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Steven W. Moore, PLLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of Largo, County of Pinellas and State of Florida, has named Steven W. Moore, P.A., 8240 118<sup>th</sup> Avenue North, Suite 300, Largo, Florida 33773, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Professional Limited Liability Company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office, and I am familiar with, and accept, the obligation of that office.

By:

  
Steven W. Moore, Registered Agent