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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BRUCE  
MAY 04 2011  
EXAMINER

# The Law Offices of Richard L. Skeen

Licensed to Practice in Florida and Ohio

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**PLEASE REPLY TO:**

4700 Hiatus Road, Suite 357  
Sunrise, Florida 33351  
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April 28, 2011

Florida Department of State  
Division of Corporations,  
Clifton Bldg.  
2661 Executive Center Cir.,  
Tallahassee, FL 32301.

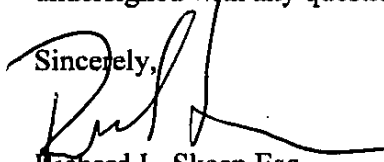
FILED  
11 MAY -3 AM 35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**Re: TW Green Cedars, Inc. Articles of Conversion; TW Los Robles, Inc. Articles of Conversion**

Dear Sir or Madam:

Please accept for filing the enclosed Articles of Conversion on behalf of **TW Green Cedars, Inc and TW Los Robles, Inc.** Please also find enclosed check #s 1005 and 1004 in the amount of \$150.00 each for the required filing fees for the respective companies. Please contact the undersigned with any questions or comments.

Sincerely,



Richard L. Skeen Esq.

Enclosure(s)

**CERTIFICATE OF CONVERSION  
FOR  
"OTHER BUSINESS ENTITY"  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are hereby submitted to convert the following TW Green Cedars, Inc., a Florida corporation (the "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: "TW Green Cedars, Inc." **P10000017431**

2. The "Other Business Entity" is a corporation duly organized, formed or incorporated, and existing under the laws of Florida on February 25, 2010. '

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: "TW Green Cedars, LLC"

5. This Certificate of Conversion shall be effective upon filing.


6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the State of Florida under which it is currently duly organized, formed or incorporated.


**The Individuals signing below affirm 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.**

Signed this day 27<sup>th</sup> of April, 2011

**TW GREEN CEDARS, LLC**, a Florida limited liability company

By:   
Michel Otayek, Manager

**TW GREEN CEDARS, INC.**, a Florida corporation

By:   
Michel Otayek, President/Director

11 MAY -3 AM 11:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
TW GREEN CEDARS, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I  
NAME**

The name of the Limited Liability Company is: TW GREEN CEDARS, LLC (hereinafter referred to as the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company is: 14394 Commerce Way, Miami Lakes, FL 33016.

**ARTICLE III  
MANAGERS**

The Company shall be Managed by one or more Managers. Initially there shall be one (1) Manager. The name and address of the initial Manager is as follows:

<u>Name</u>	<u>Address</u>
Michel Otayek	14394 Commerce Way Miami Lakes, FL 33016

**ARTICLE IV  
REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S  
SIGNATURE**

The Florida street address of the registered office of the company is 14394 Commerce Way, Miami Lakes, FL 33016 and the name of the initial registered agent of the company at that address is: Michel Otayek.

**ARTICLE V  
DURATION**

The period of duration for the company shall begin as of the effective date of the filing of these Articles of Organization, and shall continue indefinitely until the occurrence of any event which requires the dissolution of the Company under applicable law or as otherwise set forth in the Operating Agreement of the Company.

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11 MAY -3 AM 10:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being the authorized representative of the Members of Company, hereby makes, subscribes, acknowledges and files these Articles of Organization. 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, and 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.

Signed this 27<sup>th</sup> Day of April 2011

By:   
Michel Otayek, Manager


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

**PURSUANT TO THE PROVISION OF SECTION 608.415, FLORIDA STATUTES,  
THE FOLLOWING LIMITED LIABILITY COMPANY SUBMITS THIS  
STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: TW GREEN CEDARS, LLC
2. The name and address of the registered agent and office is:

Michel Otayek,  
14394 Commerce Way  
Miami Lakes, FL 33016

*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, F.S..*

By:   
Michel Otayek

11 MAY -3 AM 35  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA