

L11000053568

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR
MAY - 6 2011
EXAMINER

FILED
11 MAY -5 AM 9:45
SECRETARY OF STATE
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May 5, 2011

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 8138532 SO
Customer Reference 1: 129524.010100
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Bassanio Corp. (FL)
Conversion
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Freddy Morales
Corporate Operations Mgr.
freddy.morales@wolterskluwer.com

**CERTIFICATE OF CONVERSION
FOR
BASSANIO CORP.
INTO
BASSANIO HOLDINGS, LLC**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY -5 AM 9:45

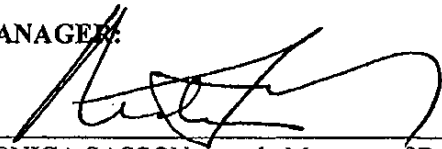
This Certificate of Conversion and attached Articles of Organization are submitted to convert **BASSANIO CORP.**, a Florida corporation (the "Converting Corporation"), into **BASSANIO HOLDINGS, LLC**, a Florida limited liability company, in accordance with §608.439 of the Florida Statutes.

1. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion is BASSANIO CORP. *P07000080975*
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on July 16, 2007.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is BASSANIO HOLDINGS, LLC.
4. The Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 607 of the Florida Statutes ("Florida Business Corporation Act").
5. The written consent of the sole Director and the sole Shareholder who, as a result of the conversion, are now the sole Manager and the sole Member, respectively, of the surviving entity was obtained pursuant to §607.1112(6).
6. The principal office address of BASSANIO HOLDINGS, LLC shall be 3900 Pembroke Road, Hollywood, FL 33021.
7. This Certificate of Conversion and the attached Articles of Organization shall be effective as of the date of filing.

SIGNATURE PAGE FOLLOWS

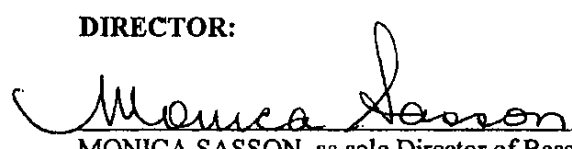
IN WITNESS WHEREOF, the undersigned, being the Authorized Representative of BASSANIO HOLDINGS, LLC and the Authorized Representative of the Converting Corporation, have executed this Certificate of Conversion as of this 1st day of May 2011.

MANAGER:



MONICA SASSON, as sole Manager of Bassanio Holdings, LLC

DIRECTOR:



MONICA SASSON, as sole Director of Bassanio Corp.

ARTICLES OF ORGANIZATION
OF
BASSANIO HOLDINGS, LLC

ARTICLE I - Name

The name of the limited liability company is BASSANIO HOLDINGS, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 3900 Pembroke Road, Hollywood, FL 33021.

ARTICLE III- Management

The Company shall be managed by its managers, as set forth in the Company's Operating Agreement, and is therefore a manager-managed company.

ARTICLE IV - Registered Agent and Office

The street address of the Company's initial registered office is 3900 Pembroke Road, Hollywood, FL 33021, and the name of its initial registered agent at such office is Monica Sasson.

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.

Dated this 4th day of May, 2011.

Carmen Leiva

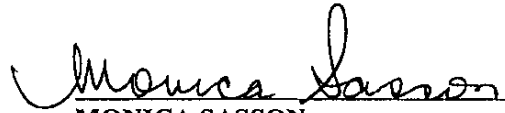
Carmen Leiva
Authorized Representative

SECRETARY
DIVISION OF CORPORATE
11 MAY -5 AM 9:45

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for Bassanio Holdings, LLC, at the place designated in these Articles of Organization, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 4th day of May 2011.


MONICA SASSON