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| ACCOUNT | NO. | : | 120000000195 |
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REFERENCE: 813384

AUTHORIZATION

COST LIMIT :

ORDER DATE: June 15, 2011

ORDER TIME : 12:09 PM

ORDER NO. : 813384-005

CUSTOMER NO: 4352702

## CONVERSTION

NAME:

INTERSTATE & 70, INC.

--INTO--

INTERSTATE & 70, LLC.

| XX    | ARTICLES    | OF  | CONVERSTION     |
|-------|-------------|-----|-----------------|
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PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY \_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS:



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ORDER DATE: June 15, 2011

ORDER TIME : 12:25 PM

ORDER NO. : 813431-005

CUSTOMER NO: 81093A

## DOMESTIC FILING

NAME: G.D. MYERS CONSULTING, LLC

## EFFECTIVE DATE:

| ARTICLES OF INCORPORATION  CERTIFICATE OF LIMITED PARTNERSHIP  XX ARTICLES OF ORGANIZATION |
|--|
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:  |
| CERTIFIED COPY  XX PLAIN STAMPED COPY  CERTIFICATE OF GOOD STANDING                        |
| CONTACT PERSON: Susie Knight - EXT. 2956   |

EXAMINER'S INITIALS:



## 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 F.S. § 608.439.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: INTERSTATE & 70, INC. (the "Converting Entity").
- The "Converting Entity" is a Florida Corporation first formed under the laws of the State of Florida effective as of October 19, 2000, Document No. P00000100454, and the jurisdiction has not been changed.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: INTERSTATE & 70, LLC (the "Converted Entity").
- 4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 607 and Chapter 608, Florida Statutes.
  - A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 607, Florida Statutes.
  - The Converted Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Chapter 607, Florida Statutes.
  - 7. The effective date of Conversion to a Florida Limited Liability Company is June 15, 2011 at 12:01 a.m.

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 15th day of June 2011.

|   | INTERSTATE & 70, INC., a Florida comporation | INTERSTATE & 70% LC,<br>a Florida limited liability company |
|---|--|---|
| 1 | 16/18 (3/1/10)                               | Latter Park   |
| , | Robert A. Headlee                            | Robert A. Headlee   |
|   | Its President                                | Its Manager   |
|   | 1  | 1   |

## ARTICLES OF ORGANIZATION OF INTERSTATE & 70, LLC

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and in accordance with F.S. § 608.407.

1. Name. The name of the Company is:

### Interstate & 70, LLC

- 2. <u>Malling Address and Street Address of Principal Office</u>. The mailing address and the street address of the principal office of the Company is 7305 State Road 70 East, Bradenton, Florida 34203.
- Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Cross Street Corporate Services, LLC, 200 South Orange Avenue, Sarasota, Florida 34236.
- 4. <u>Existence</u>. In accordance with F.S. § 608, the Company's existence shall begin at the date of the formation of the Converting Entity, which is: October 19, 2000. The Conversion will be effective on June 15, 2011, at 12:01 a.m.
- 5. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned member of authorized representative has executed these Articles of Organization as of the \_\_15\_\_ day of June 2011 (the "Execution Date").

Roben A. Headlec Authorized Representative

## ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Cross Street Corporate Services, LLC, a Florida finited liability company

Morati J. Wilson

As a Vice President