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11 JUN 30 PH 2: 2 SECRETARY OF STATE TABLAHASSEE, FLORID

EFFECTIVE DATE 6 30 11

JUN 3 0 2011 EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC. 1211 CIRCLE DRIVE TALLAHASSEE, FL 32301 PHONE (850)656-6446

OFFICE USE ONLY

WALK-IN

ENTITY NAME:

SBA TOWERS LLC

CK# 5283 FOR \$450.00 (\$150.00 for this filing)

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

CERTIFIED COPY

XXX STAMPED COPY

CERTIFICATE OF STATUS

Examiner's Initials

CERTIFICATE OF CONVERSION

This Certificate of Conversion <u>and attached Articles of Organization</u> are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

First:

The name of the "Other Business Entity" immediately prior to the filing of this

Certificate of Conversion is: SBA Towers, Inc.

D97000045653

Second:

The "Other Business Entity" is a corporation, first organized, formed or

incorporated under the laws of Florida on May 22, 1997.

Third:

The name of the Florida Limited Liability Company as set forth in the attached

Articles of Organization: SBA Towers, LLC

Fourth:

The conversion shall become effective at 11:58 p.m. on June 30, 2011.

Fifth:

The conversion is permitted by the applicable law governing the other business

entity and the conversion complies with such law and the requirements of

s.608.439, F.S., in effecting the conversion.

Sixth:

The "Other Business Entity" currently exists on the official records of the

jurisdiction under which it is currently organized, formed or incorporated.

Seventh:

SIGNATURES FOR EACH ENTITY

Name of Entity

Signature

Typed of Printed Name of Individual and Title

SBA Towers, Inc.

Thomas P. Hunt Senior Vice President

Thomas P. Hunt Senior Vice President

11 JUN 30 PM 2: 23

ARTICLES OF ORGANIZATION OF SBA TOWERS, LLC

FILED 11 JUN 30 PH 2: 23 1.ALAHASSEE, FLORIDA

ARTICLE I NAME

The name of the limited liability company (the "Company") is: SBA TOWERS, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company are:

5900 Broken Sound Parkway NW Boca Raton, FL 33487

ARTICLE III INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Company's initial registered agent are:

Corporate Creations Network Inc. 11380 Prosperity Farms Rd, #221E Palm Beach Gardens, FL 33410

ARTICLE IV

The conversion shall become effective as of 11:58 P.M. Eastern on June 30, 2011.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 30 day of June, 2011.

Thomas P. Hunt, Authorized Representative of SBA Senior Finance II LLC. sole member

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of SBA TOWERS, LLC, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this <u>30</u> day of June, 2011.

Corporate Creations Network Inc.

By:____ Name:

Title:

Jim Perkins, Vice Preside

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SECRETARY OF STATE