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TALLAHASSEE, FLORIDA

C. LEWIS

SEP 20 2011

EXAMINER

MARIO G. DE MENDOZA, III, P.A.

ATTORNEY AT LAW

12765 FOREST HILL BOULEVARD

SUITE 1302

WELLINGTON, FLORIDA 33414

TELEPHONE: (561) 659-1111

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September 16, 2011

Via Fedex To:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: 280 List Road, Inc. to
280 List Road, LLC
Our File No. 3565.12

Dear sir or madam:

The enclosed Certificate of Conversion, Articles of Organization and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with section 608.439, F.S.

Please return all correspondence concerning this matter to the undersigned. If any further information is required, please call me at the number listed above.

Enclosed is a check for \$180.00 representing the requisite filing fees (\$150.00) and a certified copy fee (\$30.00).

Sincerely,



Mario G. de Mendoza, III

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

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TALLAHASSEE, FLORIDA

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 section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is 280 List Road, Inc. *705000035036*
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on February 28, 2005.
3. The jurisdiction of the "Other Business Entity" has never been changed.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is 280 List Road, LLC.
5. The effective date of conversion shall be the date of filing of this Certificate.
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 section 608.439, Florida Statutes, in effecting the conversion.
7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 13th day of September, 2011.

280 LIST ROAD, LLC

By: *L. F. Sommerville-Hall*
Lorrain Felicita Sommerville-Hall,
Authorized Representative of Member

280 LIST ROAD, INC.

By: *L. F. Sommerville-Hall*
Lorrain Felicita Sommerville-Hall,
President

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TALLAHASSEE, FLORIDA

280 LIST ROAD, LLC
ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

ARTICLE I - NAME

The name of the Limited Liability Company is "280 LIST ROAD, LLC".

ARTICLE II - PERIOD OF DURATION

The period of duration of the Limited Liability Company shall be from the date of filing of these Articles of Organization until dissolution of the Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act.

ARTICLE III - PURPOSE

The Limited Liability Company is organized to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS

The mailing address and the principal place of business in Florida for the Limited Liability Company is: c/o Mario G. de Mendoza, III, P.A., 12765 Forest Hill Boulevard, Suite 1302, Wellington, Florida 33414.

ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Mario G. de Mendoza, III, P.A., 12765 Forest Hill Boulevard, Suite 1302, Wellington, Florida 33414.

ARTICLE VI - ADDITIONAL MEMBERS

Members may be admitted to the Limited Liability Company only upon the unanimous agreement of the then existing members.

ARTICLE VII - CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the written consent of all of the remaining members of the Limited Liability Company.

ARTICLE VIII - MANAGEMENT

The Limited Liability Company is to be managed by a manager. The name and address of the person who is to serve as the manager of the Limited Liability Company until the first annual meeting of members or until her successor is elected and qualified is **Lorrain Felicita Sommerville-Hall**, 1494 N. Lake Way, Palm Beach, Florida 33480.

These Articles of Organization were executed this 13th day of September, 2011.



Lorrain Felicita Sommerville-Hall
Authorized Representative of Member

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ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent for 280 LIST ROAD, LLC, a Florida Limited Liability Company, I hereby accept the appointment as registered agent. I am familiar with and agree to accept the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

MARIO G. DE MENDOZA, III, P.A.

By: 

Mario G. de Mendoza, III, President
12765 Forest Hill Blvd., Suite 1302
Wellington, Florida 33414

Date: September 13, 2011

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TALLAHASSEE, FLORIDA

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