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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER

OCT 26 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Italian Terrazzo and Tile Co. of Brevard, LLC
(Name of Resulting Florida Limited Company)

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 s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Stephen J. Lacey, Esq.

(Contact Person)

McClelland, Jones, Lyons, Lacey, Williams & Oliver, LLC

(Firm/Company)

1901 S. Harbor City Blvd., Suite 500

(Address)

Melbourne, FL 32901

(City, State and Zip Code)

slacey@mjlandl.com

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Stephen J. Lacey at (321) 984-2700

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status |
|--|---|---|--|

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF CONVERSION
FOR
FLORIDA CORPORATION
INTO
FLORIDA LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1112, Florida Statutes, the following incorporated business formerly doing business as a Florida Corporation hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida Limited Liability Company:

First: The name of the incorporated business immediately prior to filing this document was:

ITALIAN TERRAZZO AND TILE CO. OF BREVARD, INC.

370938
10-8-70

Second: The date on which and the jurisdiction in which the incorporated business was first created or otherwise came into being are:

- A. Date: **October 8, 1970**
- B. Jurisdiction: **Florida**

Third: The name of the Limited Liability Company as set forth in the attached Articles of Organization is:

ITALIAN TERRAZZO AND TILE CO. OF BREVARD, LLC

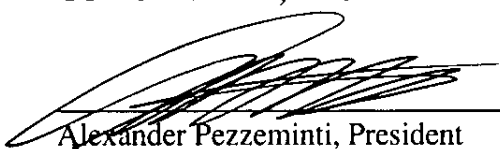
Fourth: The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of F.S. 607.1113, in effecting the conversion.

Fifth: The Corporation currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

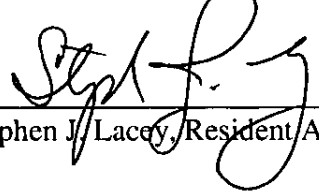
IN WITNESS WHEREOF, the undersigned members do make and file this Certificate of Conversion and attached Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hand and seal this 19th day of October, 2011.

ITALIAN TERRAZZO AND TILE CO.
OF BREVARD, INC.

ITALIAN TERRAZZO AND TILE CO.
OF BREVARD, LLC


Alexander Pezzeminti, President


Alexander Pezzeminti, Managing Member


Stephen J. Lacey, Resident Agent

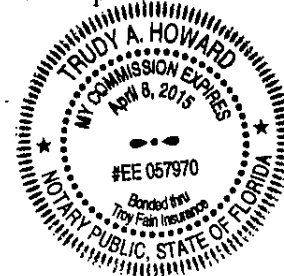
STATE OF FLORIDA
COUNTY OF BREVARD

I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, Alexander Pezzeminti appeared, and he acknowledged executing the foregoing instrument freely and voluntarily under authority duly vested in him. Said person [☒] is personally known to me or [☐] presented drivers license as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 19th
day of October, 2011.


Notary Public

My Commission Expires:



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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
ITALIAN TERRAZZO AND TILE CO. OF BREVARD, L.L.C.**

The undersigned subscriber to these Articles of Organization and intending to form and create a Limited Liability Company pursuant to the statutes of the State of Florida, does hereby state and certify the following:

I.

The name of the Limited Liability Company shall be ITALIAN TERRAZZO AND TILE CO. OF BREVARD, L.L.C.

II.

The mailing and street address of the Limited Liability Company and its principal office is: 432 S. Babcock Street, Melbourne, FL 32901.

III.

The name and street address of the initial registered agent of the Limited Liability Company in the State of Florida is STEPHEN J. LACEY, ESQ., 1901 S. Harbor City Blvd., Suite 500, Melbourne, FL 32901.

IV.

The Limited Liability Company shall be managed by its Manager(s) and the activities of the Limited Liability Company shall be conducted as a manager-managed company in accordance with the terms of the Limited Liability Company Operating Agreement.

The name and address of the Initial Manager of the Limited Liability Company is as follows:

Name	Address
ALEXANDER PEZZEMINTI	432 S. Babcock Street Melbourne, FL 32901
JERRY J. PEZZEMINTI, JR.	432 S. Babcock Street Melbourne, FL 32901

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TALLAHASSEE, FLORIDA

V.

The Limited Liability Company shall be initially organized with two (2) members. The names and addresses of the Initial Members of the Limited Liability Company are:

Name	Address
ALEXANDER PEZZEMINTI	432 S. Babcock Street Melbourne, FL 32901
JERRY J. PEZZEMINTI, JR.	432 S. Babcock Street Melbourne, FL 32901

VI.

The Limited Liability Company shall have the right to add additional members according to the terms of the Limited Liability Company Operating Agreement.

VII.

This Limited Liability Company shall exist perpetually.

IN WITNESS WHEREOF, the undersigned, in their respective capacities as initial members and initial manager for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do make and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seal this 19th day of October, 2011.

Initial Members:


Alexander Pezzeminti


Jerry J. Pezzeminti, Jr.

Initial Managers:


Alexander Pezzeminti

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TALLAHASSEE, FLORIDA

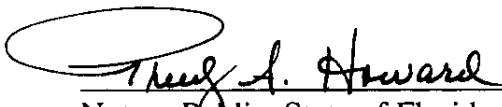
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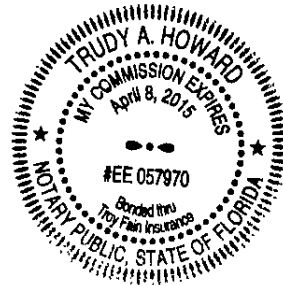

Jerry J. Pezzeminti, Jr.

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Alexander Pezzeminti and Jerry J. Pezzeminti, Jr., known to me to be the persons who executed the foregoing Articles of Organization, and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed, as Initial Members and Initial Managers.

WITNESS my hand and official seal this 19th day of October, 2011.


Notary Public, State of Florida
My Commission Expires:



2011 OCT 25 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

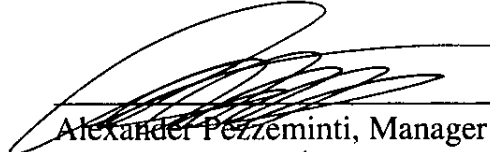
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STATEMENT OF DESIGNATION AND ACCEPTANCE
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF
ITALIAN TERRAZZO AND TILE CO. OF BREVARD, L.L.C.

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby files this statement of the designation and acceptance of the initial registered agent of the Limited Liability Company.

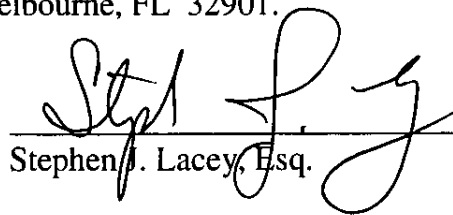
The street address of the initial registered office of this Limited Liability Company is Alexander Pezzeminti, 432 S. Babcock Street, Melbourne, FL 32901, and the name of the initial registered agent of this Limited Liability Company at that address is Alexander Pezzeminti.

DATED this 19th day of October, 2011.


Alexander Pezzeminti, Manager

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of Italian Terrazzo and Tile Co. of Brevard, L.L.C. at the initial registered office of the Limited Liability Company at 1901 S. Harbor City Blvd., Suite 500, Melbourne, FL 32901.


Stephen J. Lacey, Esq.

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TALLAHASSEE, FLORIDA