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EXAMINER



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~~EFFECTIVE DATE~~ 12/31/2011
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CORPORATION SERVICE COMPANY

EFFECTIVE DATE 12/31/2011

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ACCOUNT NO. : I20000000195
REFERENCE : 034532 4326591
AUTHORIZATION : *[Signature]*
COST LIMIT \$ 150.00

ORDER DATE : December 21, 2011
ORDER TIME : 1:20 PM
ORDER NO. : 034532-005
CUSTOMER NO: 4326591

DOMESTIC CONVERSION

NAME: WI-CO HOLDINGS, LLC

EFFECTIVE DATE:

XX___ CONVERSION

7/1/89

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- _____ CERTIFIED COPY
- _____ PLAIN STAMPED COPY
- _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Doreen Wallace -- EXT# 2928

EXAMINER'S INITIALS: _____

EFFECTIVE DATE 12/31/2011

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CERTIFICATE OF CONVERSION

OF

WI-CO

INTO

WI-CO HOLDINGS, LLC

The following Certificate of Conversion and the attached Articles of Organization are submitted to convert **WI-CO**, a Florida general partnership, into **WI-CO Holdings, LLC**, a Florida limited liability company, pursuant to Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is "WI-CO."

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2. The "Other Business Entity" is a Florida general partnership, first registered under the laws of Florida on December 20, 2011. **The general partnership was formed on July 1, 1989.**

3. The jurisdiction of the "Other Business Entity" has not changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is WI-CO Holdings, LLC.

5. The effective date of the Conversion shall be December 31, 2011.

[Signature Page Next]

Signed this 16th day of December, 2011.

WI-CO, a Florida general partnership

By: John H. Williams, Jr.
John H. Williams, Jr., as Trustee of
the John H. Williams Trust
Its General Partner

By: John H. Williams, Jr.
John H. Williams, Jr., Trustee of
the Betty F. Williams Revocable
Trust dated 11/27/95
Its General Partner

WI-CO HOLDINGS, LLC

By: Hunter J. Brownlee
Hunter J. Brownlee
Authorized Representative
of the Organizing Member

EXHIBIT A

Articles of Organization

of

WI-CO Holdings, LLC

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EFFECTIVE DATE 12/31/2011

**ARTICLES OF ORGANIZATION
OF
WI-CO HOLDINGS, LLC**

The undersigned, acting as the authorized representative of the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

**ARTICLE I
Name**

The name of the limited liability company is WI-CO Holdings, LLC.

**ARTICLE II
Principal Office and Mailing Address**

The principal office of the Company is c/o John H. Williams Jr., 8416 N. Pinnacle Drive, Citrus Springs, Florida 34434, and the mailing address of the Company is c/o John H. Williams Jr., P.O. Box 381, Crystal River, Florida 34423.

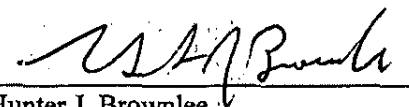
**ARTICLE III
Initial Registered Agent and Office**

The street address of the initial registered office of the Company is 8416 N. Pinnacle Drive, Citrus Springs, Florida 34434, and the registered agent at that address is John H. Williams, Jr.

**ARTICLE IV
Effective Date**

The effective date of the filing of these Articles of Organization shall be December 31, 2011.

Dated this 16th day of December, 2011.

By: 
Hunter J. Brownlee
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for WI-CO Holdings, LLC, at the place designated as the registered office, the undersigned hereby 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 the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 16th day of December, 2011.

REGISTERED AGENT:

By: John H. Williams, Jr.
John H. Williams, Jr.

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