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(Address)

(Address)

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(Business Entity Name)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RJR ENTERPRISES LLC

(Name of Resulting Florida Limited Company)

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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:

Melissa

(Contact Person)

ISL

(Firm/Company)

(Address)

Tallahassee, FL 32301

(City, State and Zip Code)

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

For further information concerning this matter, please call:

Melissa

at () 656-7956

(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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DIVISION OF CORPORATIONS
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**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 Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is RJR Enterprises Limited Partnership.
2. The "Other Business Entity" is a limited partnership organized under Nevada law on August 9, 1996.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is RJR PROPERTY ENTERPRISES LLC.
4. The conversion is permitted by the applicable laws governing the "Other Business Entity" and the conversion complies with such laws and the requirements of Section 608.439, Florida Statutes, in effecting the conversion.
5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently formed.

Executed this 28 day of December, 2011.

Each of the undersigned affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

RJR PROPERTY ENTERPRISES LLC

a Florida limited liability company

By: 

James Q. Fisher, Manager

RJR ENTERPRISES LLC

a Nevada limited liability company

Sole General Partner of

RJR Enterprises Limited Partnership

By: 

James Q. Fisher, Manager

**ARTICLES OF ORGANIZATION OF
RJR PROPERTY ENTERPRISES LLC**

ARTICLE I - Name

The name of the Limited Liability Company (the "Company") is:

RJR PROPERTY ENTERPRISES LLC

ARTICLE II - Address

The mailing address and principal office address of the Company is:

419 West 49th Street
Suite 106
Hialeah, Florida 33012

ARTICLE III - Registered Agent and Registered Office

The name and the Florida street address of the registered agent are:

Pedro F. Hernandez
419 West 49th Street
Suite 106
Hialeah, Florida 33012

ARTICLE IV - Managers

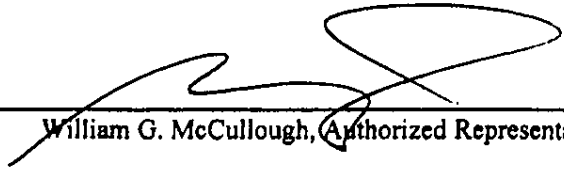
The names of the initial Managers of the Company are:

James Q. Fisher
Richard J. Fisher
Ronald P. Fisher

The address of each of the above listed persons is:

419 West 49th Street
Suite 106
Hialeah, Florida 33012

Date: December 28, 2011

By: 
William G. McCullough, Authorized Representative

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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 its duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.


Pedro F. Hernandez, Registered Agent