

L12000064557

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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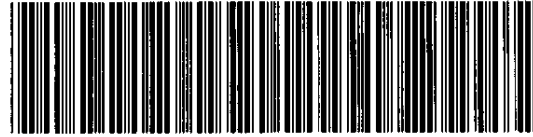
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Wolters Kluwer
Corporate Legal Services

CT Corporation

515 East Park Avenue
Tallahassee, FL

850 222 1092 tel
850 222 7615 fax
www.ctcorporation.com

May 9, 2012

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 8462449 SO
Customer Reference 1: None Given
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

STATE PROTECTIVE GROUP INC. (FL)
Conversion
Florida

Security Development Group, LLC (FL)
Formation
Florida

Security Development Group, LLC (FL)
Cert Copy of Articles of Org
Florida

Security Development Group, LLC (FL)
Certificate of Status-Domestic
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Connie Bryan
Assistant Secretary



Wolters Kluwer
Corporate Legal Services

CT Corporation

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Tallahassee, FL

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www.ctcorporation.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 11, 2012

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

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TALLAHASSEE, FLORIDA

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RE-SUBMIT

Please retain original filing
date of submission 5/9

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 10, 2012

CT CORPORATION
CONNIE BRYAN

SUBJECT: SECURITY DEVELOPMENT GROUP, LLC
Ref. Number: W12000025960

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2012 MAY 11 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SECURITY DEVELOPMENT GROUP, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 512A00013969

RE-SUBMIT

Please retain original filing
date of submission 5/9

**CERTIFICATE OF CONVERSION
OF
STATE PROTECTIVE GROUP INC.
INTO
SECURITY DEVELOPMENT GROUP, LLC**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned converting entity files this Certificate of Conversion for the purpose of converting STATE PROTECTIVE GROUP INC., a Florida corporation, into SECURITY DEVELOPMENT GROUP, LLC, a Florida limited liability company.

1. STATE PROTECTIVE GROUP INC., has been converted into a Florida limited liability company (the "Conversion") in accordance with Chapter 607 of Florida Statutes and such Conversion complies with the applicable laws governing corporations and limited liability companies in Florida.

2. STATE PROTECTIVE GROUP INC., was originally incorporated under the laws of the State of Florida on ~~April 19, 2011~~. May 15, 2011

3. The name of the Florida limited liability company arising from the Conversion is "SECURITY DEVELOPMENT GROUP, LLC" as set forth in the Articles of Organization attached hereto as Exhibit A.

4. The principal place of business of SECURITY DEVELOPMENT GROUP, LLC is 10151 Deerwood Park Boulevard, Building 200, Suite 250, Jacksonville, Florida 32256.

5. The Plan of Conversion governing the Conversion was approved by STATE PROTECTIVE GROUP INC., as required by its governing documents by written consent of the board of directors and written consent of the sole shareholder in accordance with the provisions of Chapter 607 of Florida Statutes.

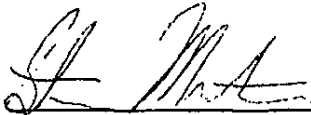
6. The effective date of the Conversion shall be May 9, 2012.

7. Pursuant to the Plan of Conversion, SECURITY DEVELOPMENT GROUP, LLC, has agreed to pay any shareholders of STATE PROTECTIVE GROUP INC., having appraisal rights the amount to which they are entitled under Florida Statutes Sections 607.1301-607.1333.

Dated: May 7, 2012

SECURITY DEVELOPMENT GROUP,
LLC

By:



Steven Muntean
Manager

STATE PROTECTIVE GROUP INC.

By:



Steven Muntean
President

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12 MAY -9 AM 9:47

EXHIBIT A

[Sec attached]

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
OF
SECURITY DEVELOPMENT GROUP, LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE I - NAME

The name of this limited liability company (the "Company") is SECURITY DEVELOPMENT GROUP, LLC.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of this Company is 10151 Deerwood Park Boulevard, Building 200, Suite 250, Jacksonville, Florida 32256.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 10151 Deerwood Park Boulevard, Building 200, Suite 250, Jacksonville, Florida 32256, and the name of its initial registered agent at such address is Steven Muntean.

ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 7th day of May, 2012. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Steven Muntean, Authorized Representative

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

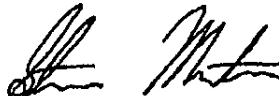
SECURITY DEVELOPMENT GROUP, LLC
2. The name and address of the registered agent and office are:

Steven Muntean
10151 Deerwood Park Boulevard, Building 200, Suite 250
Jacksonville, Florida 32256

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: May 7, 2012

Signature of Registered Agent



Steven Muntean

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DIVISION OF CORPORATIONS
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