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K. SALY
EXAMINER
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BUSH ROSS

ATTORNEYS AT LAW



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BRENDA K. HOLLAND
Paralegal
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(813) 204-6440 [Direct Line]

November 15, 2012

VIA FEDERAL EXPRESS

Department of State, Division of Corporations
Attn: Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: **MORRIS LAND DEVELOPMENT, LLC**
Conversion from Florida Partnership to Florida LLC
Our File No.: 14030.0

Dear Sir or Madam:

On behalf of our client, Morris Land Development, LLC (the "LLC"), enclosed please find its Certificate of Conversion for "Other Business Entity" into a Florida Limited Liability Company, and Articles of Organization to be filed appropriately with your office, along with our firm's check number 139818 in the amount of \$185.00 to cover the costs of the Filing Fees (\$150), Certified Copy (\$30), and Certificate of Status (\$5).

Please return all correspondence concerning this matter to:

Brenda K. Holland, Paralegal
Bush Ross, P.A.
P.O. Box 3913
Tampa, FL 33601-3913
(813) 204.6440

If you have any questions, please feel free to give me a call at (813) 204-6440. Thank you very much.

Sincerely,


Brenda K. Holland
Paralegal

/bkh
Enclosures

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

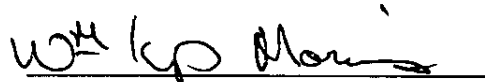
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TALLAHASSEE, FLORIDA

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 s. 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is MORRIS LAND DEVELOPMENT PARTNERSHIP.
GP1200001435
2. The "Other Business Entity" is a Florida general partnership which was first organized on March 19, 2005.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is MORRIS LAND DEVELOPMENT, LLC.
4. The conversion shall be effective upon the filing of this Certificate of Conversion and the Articles of Organization of MORRIS LAND DEVELOPMENT, LLC.

Signed this 05 day of Sept., 2012.

Signature of Authorized Representative



William Kemp Morris as General Partner of
MORRIS LAND DEVELOPMENT
PARTNERSHIP

**ARTICLES OF ORGANIZATION
OF
MORRIS LAND DEVELOPMENT, LLC**

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TALLAHASSEE, FLORIDA

The undersigned, acting as an authorized representative of the initial member(s) of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I
NAME & ADDRESS

The name of this limited liability company is MORRIS LAND DEVELOPMENT, LLC (the "Company") and its principal office and mailing address is 11004 Nest Court, Odessa, Florida 33556.

ARTICLE II
EFFECTIVE DATE

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III
PURPOSE OF ORGANIZATION

The Company is organized to enable its member(s) to transact any lawful business for which a limited liability company may be organized under Florida law.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Company at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

ARTICLE V
OPERATING AGREEMENT AND MANAGEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its member(s). The Company shall be a manager-managed company.

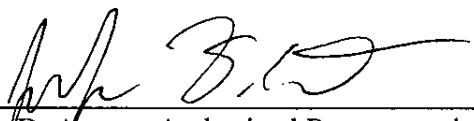
ARTICLE VI
MANAGEMENT OF THE COMPANY; INITIAL MANAGER

The Company shall be managed by a Manager or Managers who shall be elected by the members in the manner set forth in the Company's Operating Agreement.

ARTICLE VII
INDEMNIFICATION

If the criteria set forth in §608.4229, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heris, in the manner and to the extent contemplated by §608.4229, *Florida Statutes*.

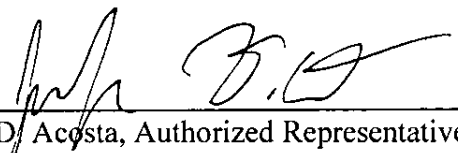
IN WITNESS WHEREOF, the undersigned authorized representative of the initial member(s) has executed these Articles of Organization this 14th day of November, 2012.



Jolyon D. Acosta, Authorized Representative

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of Chapter 608, *Florida Statutes*, MORRIS LAND DEVELOPMENT, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, by action of its member(s), hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

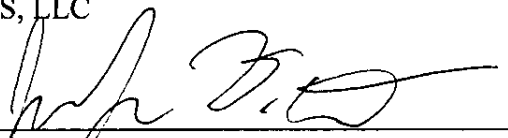


Jolyon D. Acosta, Authorized Representative

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 608, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 

Jolyon D. Acosta, Vice President