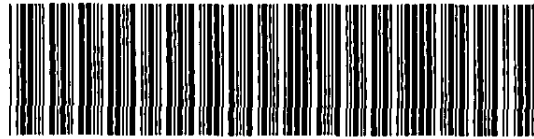


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
DEC 18 2012



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 460263 7111586

AUTHORIZATION :

COST LIMIT : \$ 150

Spuddelema

ORDER DATE : December 14, 2012

ORDER TIME : 4:54 PM

ORDER NO. : 460263-010

CUSTOMER NO: 7111586

DOMESTIC FILING

NAME: RINGLING FIVE, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Harry B. Davis - EXT. 2926

EXAMINER'S INITIALS: _____

CERTIFICATE OF CONVERSION

FOR

"RINGLING FIVE LIMITED"

INTO

RINGLING FIVE, LLC

FILED
12 DEC 17 AM 11:06
SECRETARY OF STATE
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 F.S. § 608.439.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: RINGLING FIVE LIMITED (the "Converting Entity").
2. The "Converting Entity" is a Florida limited partnership first formed under the laws of the state of Florida on June 2, 1995, Document No. A95000000843, and the jurisdiction has not changed.
3. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 620 and Chapter 608, Florida Statutes.
4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is: RINGLING FIVE, LLC (the "Converted Entity").
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 620, Florida Statutes.
6. The conversion was approved as required by the governing law of the Converted Entity.
7. The effective date of Conversion to a Florida Limited Liability Company is the date this Certificate of Conversion and the Articles of Organization of the Converted Entity are filed with the Florida Department of State.

In witness whereof the undersigned general partner has executed this Certificate of Conversion on December 14, 2012 and affirms that the facts stated in this document are true.

RINGLING FIVE LIMITED,
A Florida limited partnership

By: 

MARTIN RAPPAPORT, as trustee of the
Martin Rappaport Revocable Trust under
Agreement dated August 2, 1988,
General Partner

In witness whereof the undersigned member has executed this Certificate of Conversion on December 14, 2012 and affirms that the facts stated in this document are true.


MARTIN RAPPAPORT,
Managing Member of
RINGLING FIVE, LLC

FILED
12 DEC 17 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
RINGLING FIVE, LLC

The undersigned person, acting as the organizer of RINGLING FIVE, LLC, under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is: RINGLING FIVE, LLC.

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 1241 Tree Bay Lane, Sarasota, FL 34242, and the name of the company's initial registered agent at that address is Martin Rappaport.

ARTICLE V - PLACE OF BUSINESS

The mailing address and the street address of the principal office of the company is 1241 Tree Bay Lane, Sarasota, FL 34242.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved by the written consent of a majority in interest of the then-existing members and upon such terms and conditions as shall be set forth in its regulations.

ARTICLE VII - MANAGEMENT BY MEMBERS

The business of the company shall be managed by the members in proportion to their contributions to the capital of the company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

ARTICLE VIII - REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the company is vested exclusively in the members of the company.

ARTICLE IX - ORGANIZER

The name and street address of the organizer executing these Articles of Organization is:

Martin Rappaport
1241 Tree Bay Lane
Sarasota, FL 34242

ARTICLE X - TERMINATION OF MEMBERSHIP INTEREST

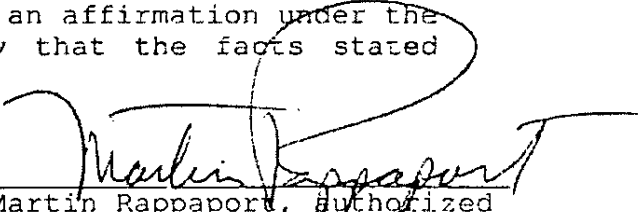
The company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE XI - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by a majority in interest of the members and shall be as prescribed by the Secretary of State of the State of Florida.

DATED: December 14, 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.)


Martin Rappaport, authorized
representative of Member

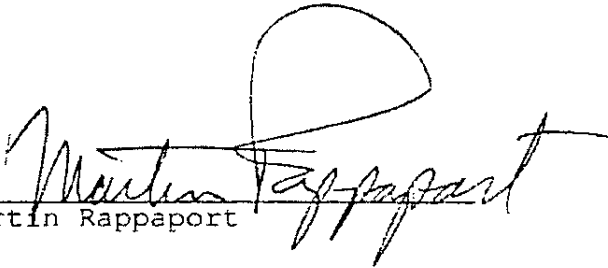
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That RINGLING FIVE, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 1241 Tree Bay Lane, Sarasota, FL 34242, has named Martin Rappaport as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for RINGLING FIVE, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: December 14, 2012.


Martin Rappaport