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(Requestor's Name)

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(City/State/Zip/Phone #)

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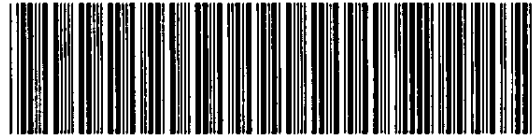
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE FLORIDA

John C. Gesch, P.A.
Attorney at Law
A FLORIDA PROFESSIONAL ASSOCIATION

2393 SOUTH CONGRESS AVENUE
SUITE 206
WEST PALM BEACH, FLORIDA 33406

JOHN C. GESCH
TELEPHONE: (561) 964-7400
FACSIMILE: (561) 964-7504

August 5, 2013

Secretary of State
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: HENRI'S APARTMENTS, INC.
conversion to
HENRI'S APARTMENTS, LLC

Dear Sir/Madam:

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:

John C. Gesch, Esquire
John C. Gesch, P.A.
2393 South Congress Avenue, Suite 206
West Palm Beach, FL 33406-7628

For further information concerning this matter, please call:

John C. Gesch, Esquire
(561) 964-7400.

Enclosed herein is my client's check for the following amount:

\$180.00 Filing Fees and Certified Copy.

Sincerely,

JOHN C. GESCH, P.A.


John C. Gesch

JCG:lag

Enclosures

cc: Henri's Apartments/Dagmar Hartung (w/ enclosures)

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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 s.608.549, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: HENRI'S APARTMENTS INC.
2. The "Other Business Entity" is a corporation incorporated under the laws of the State of Florida on July 26, 1996.
3. The jurisdiction of the "Other Business Entity" has not been changed.
4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization** is: HENRI'S APARTMENTS, LLC.
5. The effective date shall be on the date of filing.
6. The foregoing Certificate of Conversion was adopted by resolution of all of the shareholders and directors of the "Other Business Entity".

Signed this 5th day of August, 2013.

Signature(s) of Member or Authorized
Representative of Limited Liability
Company:

HENRI'S APARTMENTS, LLC

By:

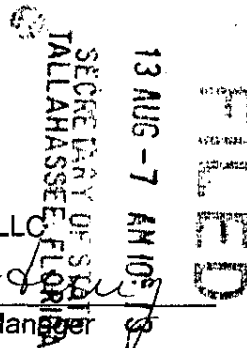
D. Hartung
Dagmar Hartung, Manager

Signature(s) on behalf of Other
Business Entity:

HENRI'S APARTMENTS INC

By:

D. Hartung
Dagmar Hartung, Trustee under the
trust agreement of Dagmar Hartung
dated September 16, 1996, as
amended, sole Shareholder



ARTICLES OF ORGANIZATION

OF

HENRI'S APARTMENTS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be HENRI'S APARTMENTS, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company are 2740 Cardinal Circle, Gulf Stream, Florida 33483.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

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

Dagmar Hartung

2740 Cardinal Circle
Gulf Stream, Florida 33483

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as follows:

Dagmar Hartung, Trustee

\$1,000.00

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TALLAHASSEE, FLORIDA

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the majority consent of all the members, or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the written consent of a majority of member units of the company and on such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the member units of the company approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by its manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

The name and address of the initial manager of the company are:

Dagmar Hartung

2740 Cardinal Circle
Gulf Stream, Florida 33483

ARTICLE X - OWNERSHIP UNITS

Dagmar Hartung, Trustee under
the trust agreement of Dagmar
Hartung dated September 16,
1996, as amended

1,000

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these
Articles of Organization at West Palm Beach, Palm Beach County, Florida, on August 5th
2013.

D. Hartung
Dagmar Hartung

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 5th day of August, 2013, by
Dagmar Hartung, who () is personally known to me or (☒) produced her valid Florida driver's
license as identification.

[Signature]
Notary Public, State of Florida

(seal)

NOTARY PUBLIC-STATE OF FLORIDA
John C. Gesch
Commission # DD954126
Expires: JAN. 22, 2014
BONDED THRU ATLANTIC BONDING CO., INC.

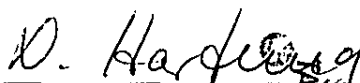
CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, HENRI'S APARTMENTS, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is HENRI'S APARTMENTS, LLC.
2. The name and street address of the registered agent in Florida are:

Dagmar Hartung
2740 Cardinal Circle
Gulf Stream, Florida 33483

The undersigned, being the person named in the articles of organization of HENRI'S APARTMENTS, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and 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 her duties, and is familiar with and accepts the obligations of the position of registered agent.



Dagmar Hartung, Registered Agent

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