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(Address)

(City/State/Zip/Phone #)

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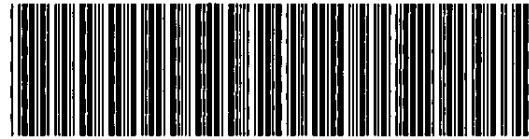
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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** R&B REAL ESTATE DEVELOPMENT, LLC  
(Name of Resulting Florida Limited Company)

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:

JOSEPH L. NAJMY, ESQ.

(Contact Person)

NAJMY THOMPSON, P.L.

(Firm/Company)

6320 VENTURE DRIVE, SUITE 104

(Address)

LAKEWOOD RANCH, FL 34202

(City, State and Zip Code)

JNAJMY@NAJMYTHOMPSON.COM

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

For further information concerning this matter, please call:

JILL E. BYRNE

(Name of Contact Person)

at ( 941 ) 907-3999

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>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

FILED  
TALLAHASSEE, FLORIDA  
2013 DEC 11 PM 2 01

**CERTIFICATE OF CONVERSION**

For

**R&B REAL ESTATE DEVELOPMENT, INC.**

Into

**R&B REAL ESTATE DEVELOPMENT, LLC**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Pennsylvania Corporation, "R&B REAL ESTATE DEVELOPMENT, INC." into a Florida Limited Liability Company in accordance with §.608.439, Florida Statutes.

1. The name of the corporation immediately prior to the filing of this Certificate of Conversion is R&B REAL ESTATE DEVELOPMENT, INC.
2. R&B REAL ESTATE DEVELOPMENT, INC. is a corporation first incorporated under the laws of the State of Pennsylvania on July 26, 1989.
3. The jurisdiction of R&B REAL ESTATE DEVELOPMENT, INC. has now changed and is organized as a limited liability company under the laws of the State of Florida.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is R&B REAL ESTATE DEVELOPMENT, LLC.
5. This conversion shall be effective on the date of filing.
6. The conversion is permitted by the applicable law(s) governing the R&B REAL ESTATE DEVELOPMENT, INC. (the other business entity) and the conversion complies with such law(s) and the requirements of §608.439, F.S., in effecting the conversion.
7. R&B REAL ESTATE DEVELOPMENT, INC. currently exists on the official records of Pennsylvania (the jurisdiction under which it is currently organized, formed or incorporated).


[SIGNATURES ON NEXT PAGE]

The undersigned hereby affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in §817.155, F.S.

Executed this 9th day of December, 2013.


R&B REAL ESTATE DEVELOPMENT,  
LLC

  
By: ROBERT RYAN, as Manager

  
By: BETH RYAN, as Manager

The undersigned hereby affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in §817.155, F.S.

R&B REAL ESTATE DEVELOPMENT,  
INC.

  
By: ROBERT RYAN, as Shareholder

  
By: BETH RYAN, as Shareholder

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**ARTICLES OF ORGANIZATION**  
**OF**  
**R&B REAL ESTATE DEVELOPMENT, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, as amended, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I. NAME**

The name of this company shall be R&B REAL ESTATE DEVELOPMENT, LLC; and shall be referred to herein as "the Company" or "this Company."

**ARTICLE II. MAILING AND STREET ADDRESS**

The mailing address and the street address for the Company is 5207 Sand Lake Court, Sarasota, Florida 34238.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this Company is as follows:

Najmy Thompson P.L.  
Attn: Joseph L. Najmy, Esq.  
6320 Venture Drive, Suite 104  
Lakewood Ranch, Florida 34202

**ARTICLE IV. INDEMNIFICATION**

This Company shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE V. MANAGEMENT OF COMPANY**

This Company shall be managed by its Manager(s).

IN WITNESS WHEREOF, the undersigned, as the Organizer of the Company named above, has signed these Articles of Organization on this 9<sup>th</sup> day of December, 2013.

  
ROBERT RYAN, Manager

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.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, the firm hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The firm further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the firm is familiar with and accepts the obligations of its position as Registered Agent as provided in Chapter 608, F.S.

Najmy Thompson, P.L.

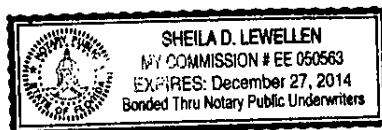
By: 

Joseph L. Najmy, as attorney with the firm

STATE OF FLORIDA  
COUNTY OF MANATEE

On the 9<sup>th</sup> day of December, 2013, Joseph L. Najmy, as an attorney with Najmy Thompson, P.L. and on behalf of Najmy Thompson, P.L., designated above as the entity who shall serve as this company's Registered Agent, who is personally known to me or who has produced \_\_\_\_\_ as identification, personally appeared before me and signed these Articles of Organization.

  
Notary Public, State of Florida



Joseph L. Najmy, Esq.  
Fla. Bar No. 0847283  
Najmy Thompson, P.L.  
6320 Venture Drive Ste. 104  
Lakewood Ranch, Florida 34202  
(941) 907-3999