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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 17, 2014

COURTNEY HUDAK  
200 S ORANGE AVE  
SARASOTA, FL 34236

SUBJECT: BURKE INVESTMENT GROUP II, LLC  
Ref. Number: W14000044044

We have received your document for BURKE INVESTMENT GROUP II, 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):

The effective date must be specific and cannot be prior to the date of filing.

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.

Justin M Shivers  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 814A00015423

**WILLIAMSPARKER**  
HARRISON DIETZ & GETZEN

ATTORNEYS AT LAW  
200 SOUTH ORANGE AVENUE  
SARASOTA, FLORIDA 34236  
T: (941) 366-4800 ext. 2667  
F: (941) 552-7141  
chudak@williamsparker.com

**VIA FEDERAL EXPRESS**

July 16, 2014

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Burke Investment Group II, LLC

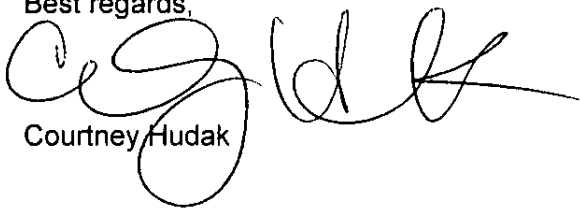
To Whom it May Concern:

Enclosed please find the Articles of Conversion for "Other Business Entity" into Florida Limited Liability Company along with Articles of Organization of Burke Investment Group II, LLC. Also enclosed, please find our firm check made out to the Florida Department of State in the amount of 185.00, for the filing fees, a certified copy and a certificate of status.

Lastly, please find an enclosed prepaid Federal Express return envelope.

Please let me know if you have any questions.

Best regards,

  
Courtney Hudak

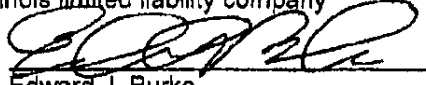

Enclosures:

**ARTICLES 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 F.S. § 605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **BURKE INVESTMENT GROUP II, LLC** (the "Converting Entity").
2. The "Converting Entity" is a **Illinois Limited Liability Company** first formed under the laws of the State of Illinois effective as of **August 8, 2011, File No. 03687627**, and the jurisdiction has not been changed.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **BURKE INVESTMENT GROUP II, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 605, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 605, Florida Statutes.
6. The effective date of Conversion to a Florida Limited Liability Company is **July 24, 2014 at 12:01 a.m.**

In witness whereof, the undersigned have executed this Articles of Conversion as of the 24th day of July 2014.

|   |   |
|---|---|
| <b>BURKE INVESTMENT GROUP II, LLC,</b><br>a Illinois limited liability company<br>By: <br>Edward J. Burke<br>Its Manager | <b>BURKE INVESTMENT GROUP II, LLC,</b><br>a Florida limited liability company<br>By: <br>Edward J. Burke<br>Its Manager |
|---|---|

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**ARTICLES OF ORGANIZATION  
OF  
BURKE INVESTMENT GROUP II, LLC**

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Revised Limited Liability Company Act (Chapter 605, Florida Statutes) and in accordance with F.S. § 605.0202.

1. Name. The name of the Company is:

Burke Investment Group II, LLC


2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 1448 John Ringling Parkway, Sarasota, Florida 34236.

3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Cross Street Corporate Services, LLC, 200 South Orange Avenue, Sarasota, Florida 34236.

4. Existence. In accordance with F.S. § 605, the Company's existence shall begin at the date of the formation of the Converting Entity, which is: August 8, 2011. **The Conversion will be effective on July 24th, 2014, at 12:01 a.m.**

5. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned member or authorized representative has executed these Articles of Organization as of the 24th day of July 2014 (the "Execution Date").

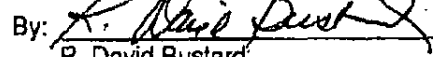
  
Edward J. Burke  
Authorized Representative

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

In accordance with F.S. §§ 605.0116 and 605.0114, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Cross Street Corporate Services, LLC,  
a Florida limited liability company

By:   
R. David Bustard  
As a Vice President

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