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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

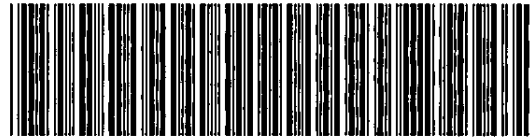
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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B. BOSTICK

DEC 3 2014

EXAMINER



390 NORTH ORANGE AVENUE  
SUITE 1400  
ORLANDO, FLORIDA 32801  
P.O. BOX 4961 (32802-4961)  
TELEPHONE: 407.839.4200  
FACSIMILE: 407.425.8377  
www.broadandcassel.com  
SCOTT G. MILLER, P.A.  
DIRECT LINE: 407-839-4200  
EMAIL: SMILLER@broadandcassel.com

October 24, 2014

PERSONAL AND CONFIDENTIAL

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

RE: E2 Homes, Inc.

Dear Clerk:

Enclosed for filing are the following documents necessary to convert the above-referenced Corporation to a limited liability company:

1. Articles of Conversion; and
2. Articles of Organization.

Also enclosed is our check in the amount of \$150.00 to cover the cost associated with this filing. Once filed, please forward confirmation of such filing to our office in the self-addressed stamped envelope provided.

Should you have any questions or comments, please contact our office.

Sincerely,

BROAD AND CASSEL

Anthony W. Justice  
Paralegal

:awj  
Enclosures

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2014 DEC -2 P 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION FOR  
E2 HOMES, INC.  
TO  
E2 HOMES, LLC**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida corporation to a Florida limited liability company.

1. E2 HOMES, Inc. (the "Corporation") has been converted to E2 HOMES, LLC, a Florida limited liability company ("LLC"), in compliance with chapter §607 Florida statutes and complies with all laws governing Florida limited liability companies.

2. The terms pursuant to which the Corporation shall convert to the LLC are as set forth in a Plan of Recapitalization, adopted by all shareholders and directors of the Corporation and by all members of the LLC, dated of even date herewith, and in compliance with Florida Statute §607.1112.

3. The effective date of the conversion shall be the date of filing this Certificate of Conversion with the Florida Secretary of State.

4. The mailing address for the LLC is P.O. Box 3300, Winter Park, FL 32790, and the street address of the principal office of the LLC is 66 Eastwind Lane, Maitland, FL 32751.

5. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is E2 HOMES, INC., incorporated under the laws of the State of Florida March 29, 2005.

6. The name of the LLC, as set forth in the attached Articles of Organization is E2 HOMES, LLC.

7. The LLC shall pay all shareholders having appraisal rights any amount to which they are entitled under Florida Statutes §607.1301-607.1333.

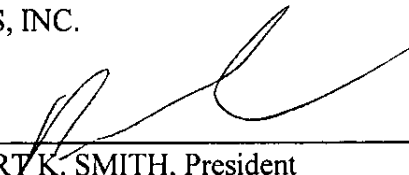
**(SIGNATURES ON FOLLOWING PAGE)**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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905-47014

DATED this 15 day of OCTOBER, 2014.

E2 HOMES, INC.

By:   
ROBERT K. SMITH, President

MEMBER:

  
ROBERT K. SMITH

4839-1664-4894, v. 1

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**E2 HOMES, LLC**

The undersigned, acting as the organizer of E2 HOMES, LLC under the Florida Limited Liability Company Act, Chapter 605, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I - Name**

The name of the limited liability company is E2 HOMES, LLC (the "Company").

**ARTICLE II - Address**

The mailing address for the LLC is P.O. Box 3300, Winter Park, FL 32790, and the street address of the principal office of the LLC is 66 Eastwind Lane, Maitland, FL 32751.

**ARTICLE III - Duration**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management**

The Company is to be managed by its manager, and the name and address of the initial manager until the first annual meeting of members or until their successor(s) are elected and qualified are:

<u>Name</u>	<u>Address</u>
Robert K. Smith	66 Eastwind Lane Maitland, FL 32751

**ARTICLE V - Admission of Additional Members**

The Company shall admit new Members only upon the written consent of all existing Members of the Company.

**ARTICLE VI - Adoption of Operating Agreement**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Fla. Stat.

**ARTICLE VII - Initial Registered Agent and Office**

The initial registered agent for the Company shall be B & C CORPORATE SERVICES OF CENTRAL FLORIDA, INC., a Florida corporation; and the street address of the Company's initial registered office is 390 North Orange Avenue, Suite 1400, Orlando, FL 32801.

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 TALLAHASSEE, FLORIDA

**ARTICLE VIII - Amendments**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

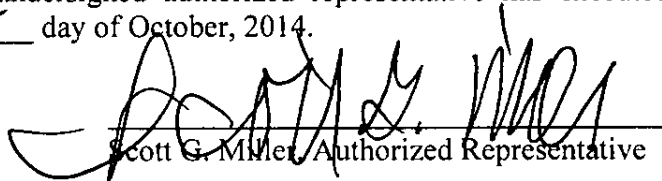
**ARTICLE IX - Indemnification**

Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

**ARTICLE X - Continuation of Business**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining Members shall continue the business of the Company, which 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 WITNESS WHEREOF**, the undersigned authorized representative has executed these Articles of Organization as of this 15 day of October, 2014.

  
Scott G. Miller, Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

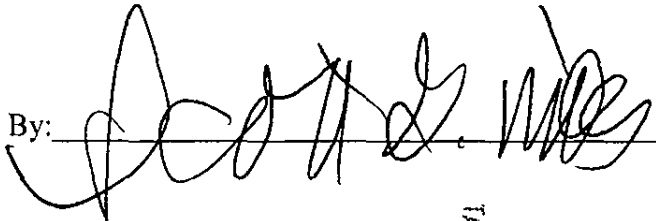
PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is E2 HOMES, LLC.
2. The name and address of the registered agent and office is:

B & C Corporate Services of Central Florida, Inc.  
390 North Orange Avenue  
Suite 1400  
Orlando, FL 32801

Having been designated as the Registered Agent for E2 HOMES, LLC, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability company, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Chapter 605, Florida Statutes.

B & C Corporate Services of Central Florida, Inc.

By: 

Dated this 15 day of October, 2014.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 6, 2014

ANTHONY W. JUSTICE  
BROAD AND CASSEL, ATTORNEY AT LAW  
POST OFFICE BOX 4961  
ORLANDO, FL 32802-4961

SUBJECT: E2 HOMES INC  
Ref. Number: P05000047014

We have received your document for E2 HOMES INC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return 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.

Barbara Bostick  
Regulatory Specialist II

Letter Number: 414A00023824

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TALLAHASSEE, FLORIDA