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WRITER'S E-MAIL ADDRESS
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November 12, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100003044701--4
-11/15/99-01129-019
***180.00 ***155.00
180.00

Re: Minton Groves, LLC

Dear Sirs:

Enclosed please find for filing with your office the following documents and checks to cover the filing fees:

1. Articles of Organization of Minton Groves, LLC; and
2. Certificate of Conversion of Minton Groves, a Florida general partnership with and into Minton Groves, LLC.

Please further find enclosed a check made payable to the Florida Department of State for \$180.00 which represents the filing fee of \$155.00 and conversion fee of \$25.00.

If you have any questions regarding the enclosed, please feel free to contact me.

With best regards, I remain

Sincerely yours,

Michael D. Minton

Name	
Availability	
Document Examiner	cut
Updated MDM/dj	
Updated Enclosures	
Verifier:	Shirley A. Minton
Acknowledgement	John L. Minton, Sr.
W. P. Verifier	B. J. Minton
F:\DATA\MDM\minton.gr\filng fee ltr.wpd	

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9 NOV 15 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LLC
Conversion
FILING
COPY
AGENT
TOTAL
BALANCE DUE \$
REFUND \$

FF \$150.00
CC 30.00

IN ORLANDO
DEAN, MEAD, EGERTON, BLOODWORTH,
CAPOUANO & BOZARTH, P.A.
(407) 841-1200

DEAN
MEAD

IN BREVARD COUNTY
DEAN, MEAD, SPIELVOGEL, GOLDMAN & BOYD
(407) 453-2333 • (407) 259-8900 • (407) 725-6373

**CERTIFICATE OF CONVERSION OF MINTON GROVES, A FLORIDA
GENERAL PARTNERSHIP WITH AND INTO MINTON GROVES, LLC**

It is hereby certified that:

1. Minton Groves, a Florida general partnership, was first established in 1969;
2. Minton Groves, a Florida general partnership, is the name of the business entity immediately prior to the filing of this Certificate of Conversion;
3. The name of the limited liability company, as set forth in the Articles of Organization filed of even date herewith, is Minton Groves, LLC; and
4. The effective date of this conversion of Minton Groves, a Florida general partnership to Minton Groves, LLC is the date of filing of this Certificate and Articles of Organization.

Date: November 12, 1999

MINTON GROVES, LLC

By: 

Michael D. Minton, Vice-President of
Triple M Investment Company, Manager

99 NOV 15 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

MINTON GROVES, a Florida general partnership

By: O.R. MINTON, SR. REVOCABLE TRUST
dated the 23rd day of December, 1983, as amended,
a partner

By: 

Michael D. Minton, Co-Trustee

By: 

Shirley A. Minton, Co-Trustee

By: SHIRLEY A. MINTON REVOCABLE
TRUST dated the 1st day of May, 1996, a partner

By: 

Shirley A. Minton, Trustee

ARTICLES OF ORGANIZATION FOR MINTON GROVES, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby set forth the following:

ARTICLE I - NAME

The name of the Limited Liability Company (the "Company") is MINTON GROVES, LLC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Company is 2000 North Kings Highway, Fort Pierce, Florida. The mailing address of this Company is Post Office Box 670, Fort Pierce, Florida 34954.

ARTICLE III - PERIOD OF DURATION

This Company shall exist perpetually.

ARTICLE IV - MANAGEMENT

Subject to the terms of the Operating Agreement for the Company, the Company shall be a manager managed Company and the following is hereby appointed as Manager until such time as replaced as provided in the Operating Agreement:

Triple M Investment Company
P.O. Box 670
Ft. Pierce, FL 34954

ARTICLE V - PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a Company organized and existing by virtue of such laws.

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

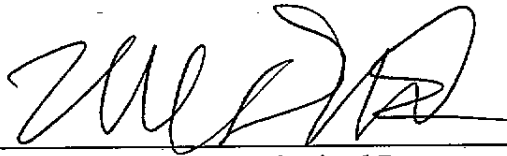
The name and street address of the initial registered agent in Florida for the Company is Michael D. Minton, 1903 South 25th Street, Suite 200, Fort Pierce, Florida 34947.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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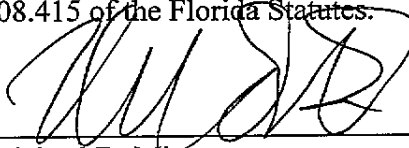
FILED

IN WITNESS WHEREOF, the undersigned duly authorized representative of a member of the Company has made and subscribed these Articles of Organization this 12 day of November, 1999.

By 
Michael D. Minton, Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as the registered agent for the above-mentioned Company at the place designated in the foregoing Articles of Organization, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

Signature: 
Michael D. Minton

Date: November 12, 1999