

A090000000650

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

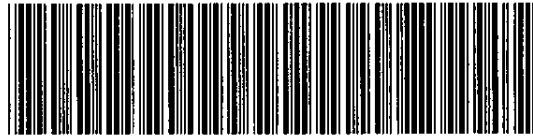
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500159874855

09/04/09--01035--022 **1070.00

09/11/09--01039--002 **35.00

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-40246
SEP 11 2009

J. BRYAN

SEP 11 2009

EXAMINER

Law Offices
Lamont Neiman Interian & Bellet, P.A.

ELLEN BETH BELLET
ALBERTO INTERIAN
ROBERT S. LAMONT
CLAUDIA MONCARZ
JAN S. NEIMAN

MIAMI OFFICE
ONE BISCAYNE TOWER • SUITE 3550
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
(305) 530-9400
FAX (305) 530-9409

BOCA RATON OFFICE
980 NORTH FEDERAL HIGHWAY
SUITE 440
BOCA RATON, FLORIDA 33432
(561) 391-1266
MIAMI LINE (305) 358-5710

Reply to: Miami Office

September 3, 2009

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

VIA FEDEX 868982670874

**RE: FOR EYES REAL ESTATE GP, L.P.
(a Pennsylvania Limited Partnership)**

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find the following documents for filing with the Secretary of State:

1. Certificate of Conversion for For Eyes Real Estate GP, L.P., a Pennsylvania limited partnership into For Eyes Real Estate GP, L.P., a Florida limited partnership;
2. Certificate of Limited Partnership for For Eyes Real Estate GP, L.P.; and
3. Firm's check number 17482 in the amount of \$ 1,070.00 as payment of the filing fee for the Certificate of Conversion, Certificate of Limited Partnership and certified copies of each filing.

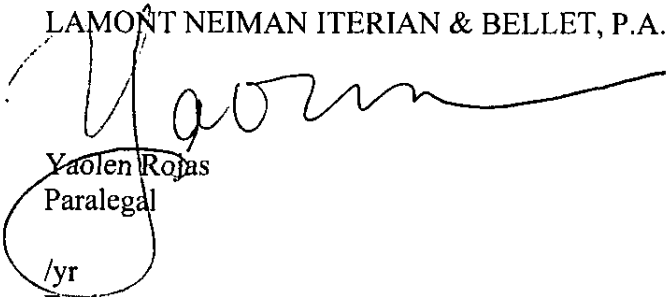
In addition, also enclosed is a return FedEx (airbill no. 858691252148), which we would like you to use for returning the filed documents to our office in order to expedite this matter.

Florida Department of State
September 3, 2009
Page 2

If you have any questions, please do not hesitate to contact us.

Very truly yours,

LAMONT NEIMAN ITERIAN & BELLET, P.A.



Yaolen Rojas
Paralegal

/yr
Enclosures

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H:\WPDOCS8\Clients\Wolman, Philip-3215\012-Domestication of For Eyes Real Estate LP\Ltr to Sec of State - filing conversion of LP 9-3-09.doc

*Law Offices
Lamont Neiman Iterian & Bellet, P.A.*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 8, 2009

YAOLEN ROJAS, PARALEGAL
LAMONT NEIMAN ITERIAN & BELLET, P.A.
TWO SOUTH BISCAYNE BOULEVARD, SUITE 3550
MIAMI, FL 33131

SUBJECT: FOR EYES REAL ESTATE GP, L.P.
Ref. Number: W09000040246

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for FOR EYES REAL ESTATE GP, L.P. and your check(s) totaling \$1070.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$35.00.

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 109A00029756

Law Offices
Lamont Neiman Interian & Bellet, P.A.

ELLEN BETH BELLET
ALBERTO INTERIAN
ROBERT S. LAMONT
CLAUDIA MONCARZ
JAN S. NEIMAN

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MIAMI LINE (305) 358-5710

Reply to: Miami Office

September 10, 2009

Florida Department of State
Division of Corporations
Attn: Joey Bryan
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDEX 868982670966

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: FOR EYES REAL ESTATE GP, L.P.
REFERENCE NO.: W09000040246

Dear Sir or Madam:

Pursuant to your letter dated September 8, 2009, a copy of which is enclosed for your convenience, enclosed please find the following documents for filing with the Secretary of State:

1. Certificate of Conversion for For Eyes Real Estate, L.P., a Pennsylvania limited partnership into For Eyes Real Estate, L.P., a Florida limited partnership ;
2. Certificate of Limited Partnership for For Eyes Real Estate, L.P.; and
3. Firm's check number 17495 in the amount of \$35.00 as payment of the balance due.

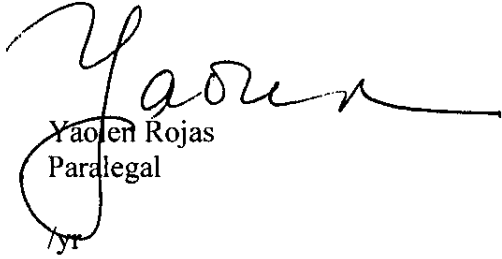
In addition, also enclosed is a return FedEx (airbill no. 858691252137), which we would like you to use for returning the filed documents to our office in order to expedite this matter.

Florida Department of State
September 10, 2009
Page 2

If you have any questions, please do not hesitate to contact us.

Very truly yours,

LAMONT NEIMAN ITERIAN & BELLET, P.A.



Yaolen Rojas
Paralegal

Enclosures

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09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H:\WPDOCS8\Clients\Wolman, Philip-3215\012-Domestication of For Eyes Real Estate LP\ltr to Joey Bryan (Sec of State)- filing conversion of LP 9-9-09.doc

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FOR EYES REAL ESTATE, LP
Name of Resulting Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Conversion, Certificate of Limited Partnership, and fees are submitted to convert an "Other Organization" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s. 620.2104, F.S.

Please return all correspondence concerning this matter to:

Ellen Beth Bellet, Esq.
Contact Person
Lamont Neiman Interian & Bellet, P.A.
Firm/Company
2 S. Biscayne Blvd., Ste. 3550
Address
Miami, Florida 33131
City, State and Zip Code
ebellet@lniblaw.com
E-mail address: (to be used for future annual report notification)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Ellen Beth Bellet, Esq. at (305) 530-9400
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$1,052.50 Filing Fees (\$52.50 for Conversion and \$1,000 - Certificate)
 \$1,061.25 Filing Fees and Certificate of Status
 \$1,105.00 Filing Fees and Certified Copy
 \$1,113.75 Filing Fees, Certified Copy, and 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

Certificate of Conversion
For
"Other Business Organization"
Into

Florida Limited Partnership or Limited Liability Limited Partnership

FILED
09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s.620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

For Eyes Real Estate, LP # B000000000019
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Partnership
(Enter entity type. Example: corporation, limited liability company, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Pennsylvania
(Enter state, or if a non-U.S. entity, the name of the country)

on December 3, 1999
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. The name of the Florida Limited Partnership or Limited Liability Limited Partnership as set forth in the **attached Certificate of Limited Partnership:**

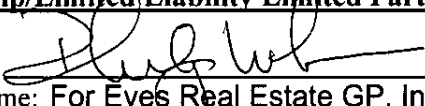
For Eyes Real Estate, LP
(Enter Name of Florida Limited Partnership or Limited Liability Limited Partnership)

4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Certificate of Limited Partnership, if an effective date is listed therein.)

Signed this _____ day of September, 2009.

Signature of Each General Partner Listed in Attached Certificate of Limited Partnership/Limited Liability Limited Partnership:

Signature: 
Printed Name: For Eyes Real Estate GP, Inc. Title: General Partner
By: Philip Wolman, President

Signature: _____
Printed Name: _____ Title: _____

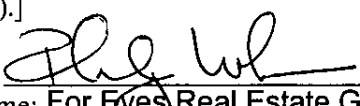
Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 
Printed Name: For Eyes Real Estate GP, Inc. Title: General Partner
By: Philip Wolman, President

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

| | |
|--|---------------------|
| Certificate of Conversion: | \$ 52.50 |
| Fees for Florida Certificate of Limited Partnership: (\$965 Filing Fee and \$35 Filing Fee) | \$1,000.00 |
| Certified Copy: | \$ 52.50 (Optional) |
| Certificate of Status: | \$ 8.75 (Optional) |

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09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. For Eyes Real Estate, LP

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

2. 285 West 74th Place
Street address of initial designated office

Hialeah, Florida 33014

3. Lamont Neiman Interian & Bellet, P.A.
Name of Registered Agent for Service of Process

4. 2 S. Biscayne Boulevard, Suite 3550
Florida street address for Registered Agent

Miami, Florida 33131

5. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

 V.P.
Signature of Registered Agent

6. 285 West 74th Place
Mailing address of initial designated office

Hialeah, Florida 33014

7. If limited partnership elects to be a limited liability limited partnership, check box

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. Name and business address of each general partner:

Name: #P09000071007
For Eyes Real Estate GP, Inc.

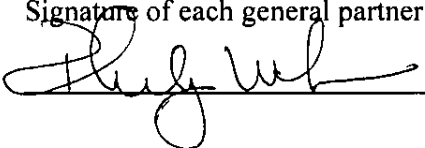
Business Address:
285 West 74th Place
Hialeah, Florida 33014

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09 SEP 10 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. Effective date, if other than the date of filing: _____.

(Effective date cannot be prior to nor more than 90 days after the date the document is filed by the Florida Department of State.)

Signed this _____ day of September, 2009.

Signature of each general partner:


For Eyes Real Estate GP, Inc.
General Partner
By: Philip Wolman; President

Filing Fees: **\$1,000.00** (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional): **\$ 52.50**
Certificate of Status (optional): **\$ 8.75**