

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 1920 6th Street South, L.P.

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:

Daniel K. Weidenbruch, Esq.

Contact Person

Roetzel & Andress, LPA

Firm/Company

850 Park Shore Drive, Trianon Centre, Third Floor

Address

Naples, Florida 34103

City, State and Zip Code

dweidenbruch@ralaw.com

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

For further information concerning this matter, please call:

Sarah H. Grieb, Esq.

Name of Contact Person

at (239) 649-2727

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|--|
| <input type="checkbox"/> \$1,052.50 Filing Fees
Fees, (\$52.50 for Conversion
and \$1,000 - Certificate) | <input type="checkbox"/> \$1,061.25 Filing Fees
and Certificate of
Status | <input checked="" type="checkbox"/> \$1,105.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$1,113.75 Filing
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



850 Park Shore Drive
Trianon Centre
3rd Floor
Naples, FL 34103
DIRECT DIAL 239.213.3861
PHONE 239.649.6200 FAX 239.261.3659
dweidenbruch@ralaw.com

WWW.RALAW.COM

April 28, 2014

Florida Department of State
Registration Section
Division of Corporations
ATTENTION: Jenna D. Harris
P.O. Box 6327
Tallahassee, Florida 32314

Re: 1920 6th Street South, LLC Conversion to 1920 6th Street South,
L.P.

Dear Ms. Harris:

We received the enclosed correspondence (Letter Number 414A00008070) from you in response to our filing of Articles of Conversion for 1920 6th Street South, LLC. Based on your letter and a telephone call to the Registration Section, we understand that the Articles of Conversion and the Certificate of Limited Partnership must be filed simultaneously with the Department of State.

As we wish to convert 1920 6th Street South, LLC into 1920 6th Street South, L.P., we have enclosed the following:

1. Certificate of Dissolution for 1920 6th Street South, L.P. and required filing fee of \$52.50.
2. Letter authorizing the immediate use and assumption of the name "1920 6th Street South, L.P." by another entity.
3. Certificate of Conversion for "Other Business Organization" Into "Florida Limited Partnership or Limited Liability Limited Partnership" and required filing fee of \$1,105.00 for the Certificate of Conversion, Certificate of Limited Partnership, and a Certified Copy of the Certificate of Conversion.

If the documentation enclosed is what you require to dissolve the currently formed 1920 6th Street South, L.P. and immediately convert 1920 6th Street South, LLC into 1920 6th Street South, L.P. please process the enclosed. If there is an error in our documentation or if it is not

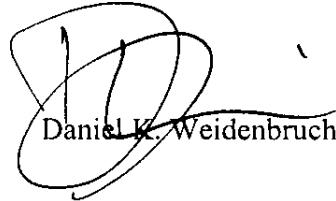
April 28, 2014
Page 2

possible for you to process the entire enclosed package, please contact me immediately and do not process any of the enclosed.

Thank you very much for your assistance in this matter.

Very truly yours,

ROETZEL & ANDRESS, LPA



Daniel K. Weidenbruch

April 28, 2014

Florida Department of State Division of Corporations
Registration Section
ATTENTION: Jenna D. Harris
PO Box 6327
Tallahassee, Florida 32314

RE: 1920 6th Street South, L.P., a Florida limited partnership

Dear Ms. Harris:

Enclosed herewith please find the Certificate of Dissolution for 1920 6th Street South, L.P., a Florida limited partnership, as well as the required filing fee. The limited partners and sole general partner have agreed that the dissolution is in the best interests of the limited partnership. Additionally, the limited partners and sole general partner authorize the name "1920 6th Street South, L.P." to be immediately available for use upon the filing of the Certificate of Dissolution.

Thank you.

1920 6th Street South, L.P., a Florida limited partnership
By: Linden Naples, Inc., a Florida corporation,
General Partner

By: 

Daniel K. Weidenbruch,
Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAY - 7 AM 10: 57

Certificate of Conversion
For
"Other Business Organization"
Into

Florida Limited Partnership or Limited Liability Limited Partnership

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:

1920 6th Street South, LLC 42000122451

(Enter Name of Other Business Entity)

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

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

on September 25, 2012
(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**:

1920 6th Street South, L.P.

(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.)

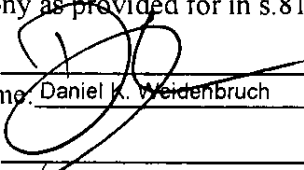
6. The conversion is permitted by the applicable law(s) governing the other business entity and the other business entity complies with such law(s) in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAY - 7 AM 10:59

Signed this 28 day of April, 2014.

Signature of Each General Partner Listed in Attached Certificate of Limited Partnership/Limited Liability Limited Partnership: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature: 
Printed Name: Daniel K. Weidenbruch Title: Asst. Secretary of Linden Naples, Inc.

Signature: _____
Printed Name: _____ Title: _____

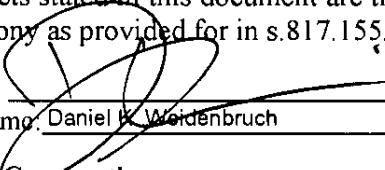
Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Required Signature(s) on behalf of Other Business Entity: Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: 
Printed Name: Daniel K. Weidenbruch Title: Authorized Representative

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -7 AM 11:00

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

1. 1920 6th Street South, L.P.

(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. 2020 8th Street South

Street address of initial designated office

Naples, Florida 341023

3. R&A Agents, Inc.

Name of Registered Agent for Service of Process

4. 850 Park Shore Drive, Trianon Centre, Third Floor

Florida street address for Registered Agent

Naples, Florida 34103

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.*



Signature of Registered Agent

6. 2020 8th Street South

Mailing address of initial designated office

Naples, Florida 34103

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

