

W7000111713

(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



200111425592

11/02/07--01032--012 \*\*185.00

2007 NOV -2 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

W7-11713  
AR

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Kirsner Associates - T.L., LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Marvin A. Kirsner  
(Contact Person)

Greenberg Traurig  
(Firm/Company)

5100 Town Center Circle, Suite 400  
(Address)

Boca Raton, Florida 33486  
(City, State and Zip Code)

For further information concerning this matter, please call:

Marvin A. Kirsner at (561) 955-7630  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 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

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 2007 NOV -2 PM 12:42  
 FILED

**Certificate 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 s.608.439, Florida Statutes.

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

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a General Partnership.  
(Enter entity type. Example: corporation, limited partnership, 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 August 6, 1980.  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

not applicable

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Kirsner Associates - T.L., LLC

(Enter Name of Florida Limited Liability Company)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
2007 NOV -2 PM 12:42

FILED

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 Articles of Organization, if an effective date is listed therein.)

Signed this 1<sup>ST</sup> day of NOVEMBER 2007.

Signature of Authorized Person: 

Kirsner Hasta Holdings L.P. a Nevada Ltd. Partnership  
By: Kirsner Hasta Investments, Inc., a Nevada  
Corporation, its General Partner

Printed Name: By: Marvin A. Kirsner, Vice President and Secretary Title: General Partner

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

2007 NOV -2 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

Kirsner Associates - T.L., LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

**Principal Office Address:**

34 Star Island  
Miami Beach, Florida 33139

**Mailing Address:**

Greenberg Traurig Attn: Marvin Kirsner  
5100 Town Center Circle, Suite 400  
Boca Raton, FL 33486

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Marvin A. Kirsner

5100 Town Center Circle, Suite 400

Florida street address (P.O. Box **NOT** acceptable)

Boca Raton, FL 33486

City, State, and Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*



Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007 NOV -2 PM 12:42

FILED

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

Harry M. Kirsner, MGR

9190 Sunset Drive  
Miami, Florida 33173

Dr. Steven A. Kirsner, MGR

912 Hialeah Street  
Rockledge, FL 329-55-6109

Marvin A. Kirsner, Esq., MGR

5100 Town Center Circle  
Suite 400  
Boca Raton, FL 33486

Diane Kovens Goldberg, MGR

11410 S.W. 95th Avenue  
Miami, FL 33176

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: \_\_\_\_\_.

(OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

**REQUIRED SIGNATURE:**



**Signature of a member or an authorized representative of a member.**

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Marvin A. Kirsner**

Typed or printed name of signee

**Filing Fees:**

**\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**

2007 NOV -2 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

(Continued)

(attachment)

ARTICLE iv – Manager (s) or Managing Member (s):

The name and address of each Manager or Managing Member is as follows:

**Title:**

**Name and Address:**

Dr. Ronald M. Kirsner MGR

221 Gnarled Oaks Drive  
Ponte Vedra, FL 32802

2007 NOV -2 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED