

A04000001671

(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:

Name  
ANALYST

Dept. of  
EXHIBIT                      DCC

Division                      PDB

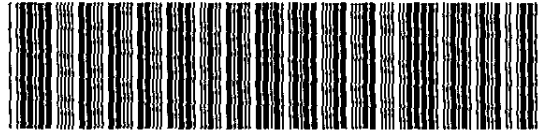
Office Use Only

Unit                              DCC

Section                         DCC

Filing Officer                DCC

~~FF~~ \$1785.00  
CC            52.50  
OP            15.00



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INDEXED

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FBI - MEMPHIS

name not available

LAW OFFICES  
SIMON & SIMON, P.A.

SEYMOUR J. SIMON (1943-1984)  
GARY P. SIMON  
CERTIFIED IN WILLS, TRUSTS AND ESTATE PLANNING  
CONCENTRATING IN CORPORATE, BUSINESS, and REAL PROPERTY

SUITE 504  
ONE DATRAN CENTER  
9100 SO. DADELAND BLVD.  
MIAMI, FLORIDA 33156-7815

JOY B. SPILL  
Spill675@bellsouth.net

TELEPHONE (305) 670-6750  
FAX (305) 670-6776  
E-mail Simon675@bellsouth.net  
www.lawyers.com/Simon&Simon

September 30, 2004

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Set up and Conversion to 75<sup>TH</sup> AVENUE, LLLP

Dear Sir or Madam:

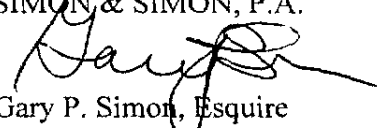
In connection with the above mentioned matter, enclosed please find the following documents for filing:

1. Affidavit of Capital Contributions for Florida Limited Partnership
2. Certificate of Limited Partnership
3. Statement of Qualification for Florida Limited Liability Limited Partnership
4. Certificate of Conversion
5. Check in the amount of \$1,886.25 to cover the costs of filing; these.

a.	Filing Fee	\$1,750.00
b.	Registered Agent	\$ 52.50
c.	Certified Copy	\$ 25.00
d.	Statement of Qualification	\$ 25.00
e.	Certificate of Status	\$ 8.75
f.	Conversion Certificate	\$ 25.00

Please send the certified copy in the envelope provided for your convenience. Thank you for your attention to this matter.

Sincerely yours,  
SIMON & SIMON, P.A.

  
Gary P. Simon, Esquire

GPS/lcv

cc: W. James Orovitz w/o enc.

F:\WORK\CLIENTS\OROVITZ\Conversion\75 Ave\SecofSt.Ltr.wpd

RECEIVED  
SEP 30 2004  
11:03 AM  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

LAW OFFICES  
**SIMON & SIMON, P.A.**

**SEYMOUR J. SIMON** (1943-1984)  
**GARY P. SIMON**  
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www.lawyers.com/Simon&Simon

October 14, 2004

Secretary of State  
Division of Corporations  
Attn: Diane Cushing  
409 East Gaines Street  
Tallahassee, Florida 32399

**RE: Set up and Conversion to 75 AVENUE, LLLP**

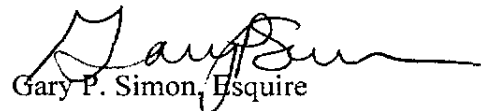
Dear Ms. Cushing:

In connection with the above mentioned matter, as per our telephone conversation yesterday, enclosed please find the following corrected documents for filing for the above mentioned entity. Please file it:

1. Affidavit of Capital Contributions for Florida Limited Partnership
2. Certificate of Limited Partnership
3. Statement of Qualification for Florida Limited Liability Limited Partnership
4. Certificate of Conversion

Please send the certified copy in the envelope provided for your convenience. Thank you for your attention to this matter.

Sincerely yours,  
SIMON & SIMON, P.A.

  
Gary P. Simon, Esquire

GPS/lev

cc: W. James Orovitz w/o enc.

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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 8, 2004

GARY P. SIMONS, ESQ.  
SIMONS & SIMON, P.A.  
9100 SO. DADELAND BLVD., SUITE 504  
MIAMI, FL 33156-7815

SUBJECT: 75TH AVENUE, LLLP  
Ref. Number: W04000037204

We have received your document for 75TH AVENUE, LLLP and your check(s) totaling \$1886.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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) 245-6913.

Diane Cushing  
Document Specialist

Letter Number: 504A00058439

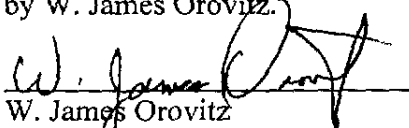
**CERTIFICATE of CONVERSION**  
of  
**75 AVENUE,**  
a Florida general partnership  
into  
**75 AVENUE, LLLP**

**Under Section 620.8902 of the Revised Uniform Partnership Act**

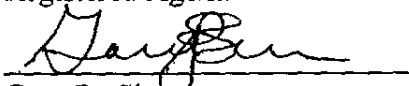
Pursuant to the provisions of Section 620.8902 of the Revised Uniform Partnership Act, **75 Avenue, LLLP**, organized under the laws of the State of Florida, files this Certificate of Conversion to effect a conversion from a Florida general partnership to a Florida Limited Partnership as follows:

1. The Florida General Partnership, **75 Avenue**, (the "Other Entity" which is being converted to a Florida Limited Liability Limited Partnership) has federal identification number 59-2155884.
2. The Other Entity has always been known as the **75 Avenue** and has been continued to be known by that name until the filing of this Certificate of Conversion to a Florida Limited Liability Limited Partnership.
3. The general partners of the Other Entity voted unanimously for this conversion into a limited partnership.
4. The name of the Limited Liability Limited Partnership as set forth in its Articles of Organization is **75 Avenue, LLLP**.
5. The conversion to a limited liability limited partnership shall be effective upon the filing of this Certificate of Conversion and the Articles of Organization of **75 Avenue, LLLP**.

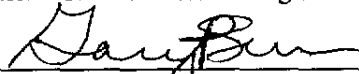
**IN WITNESS WHEREOF** and under penalties of perjury that the facts stated herein are true this Certificate of Conversion has been subscribed this 18<sup>th</sup> day of June, 2004.  
by W. James Orovitz.

  
W. James Orovitz

Registered Agent:

  
Gary P. Simon

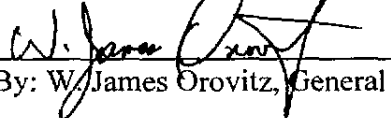
**CERTIFICATE OF LIMITED PARTNERSHIP**

1. 75 Avenue, LLLP, a Florida limited liability limited partnership  
(Name of Limited Partnership: must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 13635 Deering Bay Drive, #224, Coral Gables, Florida 33158  
(Business address of Limited Partnership)
3. Gary P. Simon, Esquire c/o Simon & Simon, P.A.  
(Name of Registered Agent for Service of Process)
4. 9100 S. Dadeland Blvd., Suite 504, Miami, Florida 33156  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 13635 Deering Bay Drive, #224, Coral Gables, Florida 33158  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: Dec 31, 2150
8. Name(s) of general partner(s): W. James Orovitz Street address: 13635 Deering Bay Drive, #224 Coral Gables, FL 33158

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 28<sup>th</sup> day of June, 2004.

Signature of all general partners:

  
By: W. James Orovitz, General Partner

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

*The undersigned constituting all of the general partners of 75 Avenue, LLLP a Florida Limited Liability Limited Partnership, certify:*

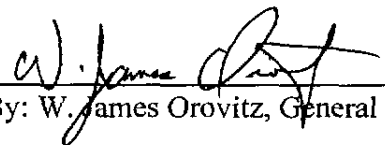
The amount of capital contributions to date of the limited partners is \$ 450,000

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 450,000.

Signed this 28<sup>th</sup> day of June, 2004.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

  
By: W. James Orovitz, General Partner

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