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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

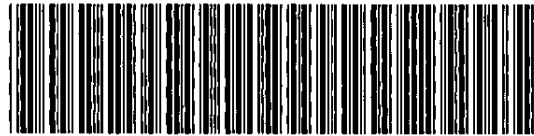
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TALLAHASSEE, FLORIDA

D. BRUCE

JAN 02 2008

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 12, 2007

SYLVOR & RICHMAN, LLP
605 THIRD AVENUE
NEW YORK, NY 10158

SUBJECT: SCHEINBERG FAMILY L.P.
Ref. Number: W07000060196

We have received your document for SCHEINBERG FAMILY L.P. and check(s) totaling \$2210.00. However, your check(s) and document are being returned for the following:

The limited liability limited partnership must end with "Limited Liability Limited Partnership", "L.L.L.P." or LLLP.

The total amount due is \$1105.00.

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) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 207A00069700

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SYLVOR & RICHMAN, LLP

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605 THIRD AVENUE

NEW YORK, N.Y. 10158

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FORT LEE, N.J. 07024

TELEPHONE: (201) 262-8888

FACSIMILE: (201) 262-1288

WWW.SYLVORANDRICHMAN.COM

December 4, 2007

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

Gentlemen:

We enclose a Certificate of Conversion for Other Business Organization into Florida Limited Partnership with an attached Certificate of Limited Partnership.

We also enclose our clients two checks for \$1,051.25 each and our check in the amount of \$107.50 for the following:

Certified Copy of each 2@ \$52.50	\$105.00
Amount to correct client's 2 checks @ \$1.25	2.50

Thank you for your assistance.

Very truly yours,



Robert Sylvor

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TALLAHASSEE, FLORIDA

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:

SCHEINBERG FAMILY L.P.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Partnership

(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 New York

(Enter state, or if a non-U.S. entity, the name of the country)

on July 1, 1998

(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**:

SCHEINBERG FAMILY LLLP

(Enter Name of Florida Limited Partnership or Limited Liability Limited Partnership)

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TALLAHASSEE, FLORIDA

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 20th day of December, 2007.

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

Martin R. Schenberg

Fees:

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

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TALLAHASSEE, FLORIDA

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

1. SCHEINBERG FAMILY LLLP

(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. 1210 Fairview Lane

(Street address of initial designated office)

Riviera Beach FL 33404

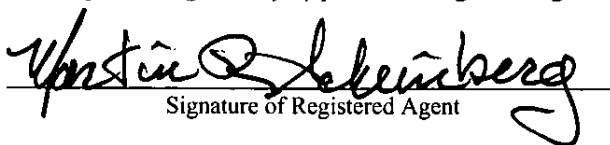
3. Martin R. Scheinberg

(Name of Registered Agent for Service of Process)

4. 1210 Fairview Lane, Riviera Beach FL 33404

(Florida street address for Registered Agent)

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. 1210 Fairview Lane, Riviera Beach FL 33404

(Mailing address of initial designated office)

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

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8. Name and business address of each general partner:

Name:

Business Address:

Martin R. Scheinberg

1210 Fairview Lane

Riviera Beach FL 33404

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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 20th day of December, 2007.

Signature of each general partner:

Martin R. Scheinberg

Filing Fees:

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

Certified Copy (optional):

\$ 52.50

Certificate of Status (optional):

\$ 8.75