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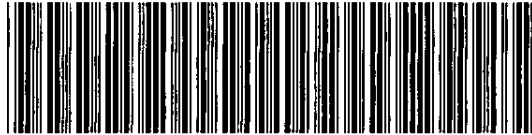
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EXAMINER

JOHN S. BALL*	JOHN E. LAWLOR, III*	CLAY B. TOUSEY, JR.*
CARRIE O. BOYLES	MICHAEL R. LEAS*	CLAY B. TOUSEY III*
ROBERT A. DAWKINS*	ROBERT N. MILLER*	W. HAMILTON TRAYLOR*
DAVID DUNCAN	KRISTA WALDRON RAY	SHANNON P. VALENTINE
MICHAEL W. FISHER**	ALLISON L. RINGLER	
BEVERLY H. FURTICK*	MARY A. ROBISON°	



PLEASE REPLY TO: JACKSONVILLE OFFICE

www.fishertousey.com

**FISHER, TOUSEY, LEAS & BALL**  
ATTORNEYS AT LAW

November 19, 2008

**Via Federal Express**

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

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DIVISION OF CORPORATIONS  
08 NOV 20 PM 2:12

Re: Certificate of Conversion; Certificate of Limited Partnership

Dear Sir or Madam:

Enclosed for filing are (i) Certificate of Conversion; and (ii) Certificate of Limited Partnership for Laurel Trace Partnership, LLP, a Florida limited liability partnership (the "**Partnership**") converting the Partnership from a Florida LLP to a Florida LLLP. Also enclosed is a check made payable to the Florida Department of State in the amount of **\$1,052.50** for the required filing fees. Please send me confirmation once the documents have been filed.

Please contact me, at (904) 356-2600, with any questions you may have.

Sincerely,

Stefan R. Shubert  
Paralegal

Enclosures

srs/203568

\* FLORIDA BAR BOARD CERTIFIED TAX LAW

\* FLORIDA BAR BOARD CERTIFIED

WILLS, TRUSTS & ESTATES LAW

° FLORIDA BAR BOARD CERTIFIED REAL ESTATE LAW

▲ ADMITTED IN NORTH CAROLINA ONLY

## CERTIFICATE OF CONVERSION

Pursuant to Sections 620.2104 and 620.8914, Florida Statutes, Laurel Trace Partnership, LLP, a Florida limited liability partnership (the "**LLP**"), hereby submits this Certificate of Conversion to convert Laurel Trace Partnership, LLP, a Florida limited liability limited partnership (the "**LLLP**"), and the Certificate of Limited Partnership of the LLLP attached hereto as **EXHIBIT A**.

1. The name of the LLP immediately prior to filing this Certificate of Conversion was Laurel Trace Partnership, LLP.

2. The date on which and the jurisdiction in which the LLP was first created otherwise came into being are:

A. Date: September 12, 2005

B. Jurisdiction: Florida

3. Immediately prior to filing this Certificate of Conversion, the LLP was a Florida limited liability partnership.

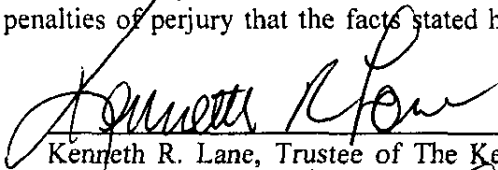
4. The name of the Florida limited liability limited partnership is Laurel Trace Partnership, LLLP as set forth in the Certificate of Limited Partnership attached hereto as **EXHIBIT A**.

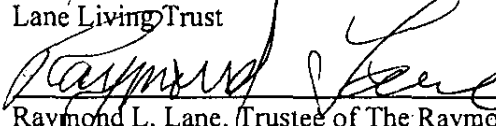
5. The LLP has converted into the LLLP in compliance with Chapter 620, Florida Statutes.

6. The conversion was approved in accordance with Chapter 620, Florida Statutes.

7. The conversion shall become effective under the laws governing the LLLP on the date of filing of this Certificate of Conversion by the Florida Department of State.

In accordance with Sections 620.1204 and 620.8105(6), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

  
Kenneth R. Lane, Trustee of The Kenneth R.  
Lane Living Trust

  
Raymond L. Lane, Trustee of The Raymond L.  
Lane Living Trust

  
John W. Webb, Jr.

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**EXHIBIT A**

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**CERTIFICATE OF LIMITED PARTNERSHIP OF  
LAUREL TRACE PARTNERSHIP, LLLP  
A FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

08 NOV 20 PM 2:43  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

The undersigned General Partner, desiring to form a limited liability limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.1201, *et. seq.* of the Florida Statutes, hereby states the following.

1. The name of the Partnership is Laurel Trace Partnership, LLLP.
2. The mailing and street address of the Partnership is 537 Lane Avenue North, Jacksonville, Florida 32254.
3. The name and address of the agent for service of process on the Partnership is Fisher, Tousey, Leas & Ball P.A., 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082.
4. The name and business address of the general partner of the Partnership are set forth below:

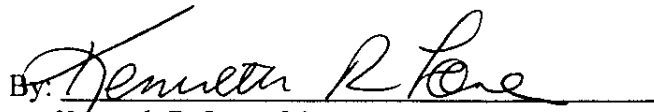
Laurel Trace Manager, LLC #L08000102666  
537 Lane Avenue North  
Jacksonville, Florida 32254

5. The Partnership elects to be a limited liability limited partnership.
6. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by its general partner.

The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of Laurel Trace Partnership, LLLP this 17 day of November, 2008.

**LAUREL TRACE MANAGER, LLC,**  
a Florida limited liability company

By:   
Kenneth R. Lane, Manager

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Laurel Trace Partnership, LLLP, a Florida limited liability limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to accept service of process for the Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Dated this 17 day of November, 2008.

**FISHER, TOUSEY, LEAS & BALL, P.A.,**  
a Florida professional service corporation

By: 

Michael W. Fisher, Vice-President

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