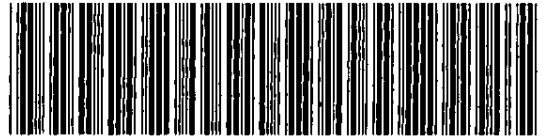


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12/19/08--01033--023 **1052.50

(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:

EFFECTIVE DATE 1/1/19

789 6461 671

Office Use Only

W0856533

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TALLAHASSEE, FLORIDA

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M. THOMAS

DEC 23 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: COVERED BRIDGE LIMITED PARTNERSHIP +
(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:

GARY J. KRAVETZ, ESQUIRE
(Contact Person)

KRAVETZ AND LAHTI KRAVETZ
(Firm/Company)

175 ANDOVER STREET
(Address)

DANVERS, MA 01923
(City, State and Zip Code)

For further information concerning this matter, please call:

GARY J. KRAVETZ, ESQUIRE at (781) 8836753
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$1,052.50 Filing Fees (\$52.50 for Conversion and \$1,000 - Certificate)
- \$1,061.25 Filing Fees and Certificate of Status
- \$1,105.00 Filing Fees and Certified Copy
- \$1,113.75 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

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KRAVETZ AND LAHTI-KRAVETZ
ATTORNEYS AT LAW
175 ANDOVER STREET
DANVERS, MASSACHUSETTS 01923

GARY J. KRAVETZ, ESQUIRE *
AUDREY LAHTI KRAVETZ, ESQUIRE *
ANN TILT, PARALEGAL

Tel: 978-774-3222
Fax 978-750-8073
Email: KLKLAWFIRM@AOL.COM

*Also admitted in Maine, NH Title Agents

MAINE OFFICE
10 Stonewood Lane
Kennebunkport, Me. 04046
Tel: 207-249-9900
Fax: 207-967-5388

December 18, 2008

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

Via UPS Overnight

Re: Covered Bridge Limited Partnership

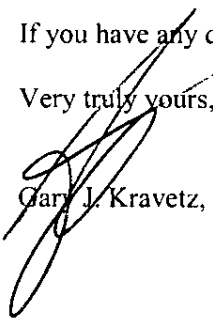
Dear Sir/Madam:

Enclosed please find the following for filing:

- A. Cover letter with required information;
- B. Certificate of Conversion signed by General Partner;
- C. Certificate of Limited Partnership for Florida limited Partnership signed by registered agent
And General Partner;
- D. Check in the amount of \$1,052.50 to cover the cost of the same.

If you have any questions, please call me directly at 207-249-9900.

Very truly yours,


Gary J. Kravetz, Esquire

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 23, 2008

GARY J KRAVETZ, ESQ
175 ANDOVER STREET
DANVERS, MA 01923

SUBJECT: COVERED BRIDGE LIMITED PARTNERSHIP
Ref. Number: W08000056533

We have received your document for COVERED BRIDGE LIMITED PARTNERSHIP and your check(s) totaling \$1052.50. However, the enclosed document has not been filed and is being returned for the following correction(s)

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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) 245-6097.

Marsha Thomas
Regulatory Specialist II

Letter Number: 408A00061441

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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:

TANGLEWOOD LIMITED PARTNERSHIP

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

on MAY 19, 1989
(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**:

COVERED BRIDGE LIMITED PARTNERSHIP

(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: JANUARY 1, 2009
(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.**)

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Signed this 17th day of DECEMBER, 2008.

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

Signature: *Karen Harris*
Printed Name: KAREN HARRIS Title: PRESIDENT
Patriot Indiana Corporation

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: [See below for required signature(s).]

Signature: *Karen Harris*
Printed Name: KAREN HARRIS Title: PRESIDENT
Patriot Indiana Corporation

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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) |

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

1. COVERED BRIDGE LIMITED PARTNERSHIP

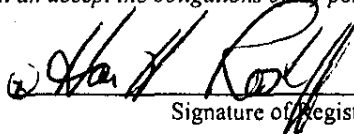
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

2. C/O HARRIETT ROSTOFF, 1500 SOUTH OCEAN BLVD. #403, BOCA RATON FL 33432
(Street address of initial designated office)

3. HARRIETT ROSTOFF
(Name of Registered Agent for Service of Process)

4. 1500 SOUTH OCEAN BLVD. # 403, BOCA RATON, FL 33432
(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. C/O HARRIETT ROSTOFF, 1500 SOUTH OCEAN BLVD. #403 BOCA RATON, FL 33432
(Mailing address of initial designated office)

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

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TALLAHASSEE, FLORIDA

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8. Name and business address of each general partner:

Name:

Business Address:

PATRIOT INDIANA CORPORATION

C/O HARRIETT ROSTOFF 1500 SOUTH

BLVD. # 403, BOCA RATON, FL 33432

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TALLAHASSEE, FLORIDA

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9. Effective date, if other than the date of filing: JANUARY 1, 2009

(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 17th day of DECEMBER

Signature of each general partner:

Karen Harris
Patriot Indiana Corporation
BY: KAREN HARRIS, PRESIDENT

Filing Fees: \$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional): \$ 52.50
Certificate of Status (optional): \$ 8.75