

A100000006331

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

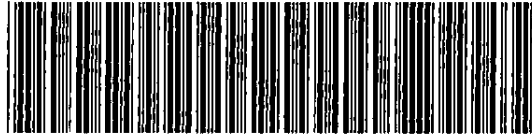
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500179905865

05/17/10--01022--015 \*\*150.00

06/14/10--01014--002 \*\*902.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 JUN 11 AM 11:38

T. HAMPTON

JUN 14 2010

EXAMINER

LC642-9101

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** DECARLO HOLDINGS LP  
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:

ANN E. HOGG

Contact Person

PARKER & ASSOCIATES

Firm/Company

3078 N. TAMIAMI TRAIL, #200

Address

NAPLES, FL 34103

City, State and Zip Code

ANN@PARKINTEX.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ANN E. HOGG

Name of Contact Person

at ( 239 )

262-2279

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

09 JUN 11 PM 4:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 18, 2010

LARRY PARKER  
PARKER & ASSOCIATES  
3078 N TAMIAMI TRAIL - @ 200  
NAPLES, FL 34102-7243

SUBJECT: DECARLO HOLDINGS, L.P.  
Ref. Number: W10000024277

We have received your document for DECARLO HOLDINGS, L.P. and check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$902.50. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

We are enclosing the proper form(s) with instructions for your convenience.

The Certificate of Conversion must state the effective date of the conversion. The effective date cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date of the conversion under the laws governing the other business entity.

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 an 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II

Letter Number: 410A00012600

**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:

DECARLO HOLDINGS LP  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED PARTNERSHIP  
(Enter entity type. Example: corporation, limited liability company, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of PENNSYLVANIA  
(Enter state, or if a non-U.S. entity, the name of the country)

on APRIL 21, 2004  
(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**:

DECARLO HOLDINGS LP  
(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: \_\_\_\_\_  
(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 7<sup>th</sup> day of JUNE, 20 10.

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

\*

Signature:   
Printed Name: DAPE ENTERPRISES LLC Title: MGMR

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:   
Printed Name: PEGGY J. DECARLO Title: TRUSTEE

**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:	\$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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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 JUN 11 AM 11:00

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

1. DECARLO HOLDINGS LP

(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. 4501 GULF SHORE BLVD NORTH  
Street address of initial designated office

NAPLES, FL 34103

3. LARRY PARKER  
Name of Registered Agent for Service of Process

4. 3078 N. TAMiami TRAIL, #200  
Florida street address for Registered Agent

NAPLES, FL 34103

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. PARKER & ASSOCIATES  
Mailing address of initial designated office

3078 N. TAMiami TRAIL, #200, NAPLES, FL 34103

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

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DIVISION OF CORPORATIONS  
10 JUN 11 AM 11:08

8. Name and business address of each general partner:

Name:

Business Address:

DAPE ENTERPRISES LLC

710000061314

4501 GULF SHORE BLVD NORTH

NAPLES, FL 34103

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 7<sup>th</sup> day of JUNE, 2010.

Signature of each general partner:



**Filing Fees:**

**Certified Copy (optional):**

**Certificate of Status (optional):**

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

**\$ 52.50**

**\$ 8.75**

10 JUN 11 AM 11:38

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS