

A10000000513

(Requestor's Name)

From: Origin ID: APFA (239) 262-2279
Lynda Courtright
Parker & Associates
3078 N Tamiami Tr
Suite 200
Naples, FL 34103

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

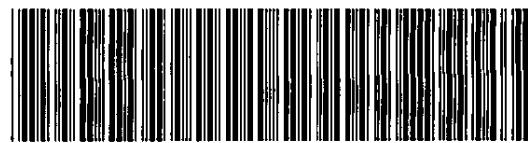
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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08/19/10--01025--024 *1052.50

FILED
10 SEP -7 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 23, 2010

ANN E. HOGG
~~LYNDA COURTRIGHT~~
PARKER & ASSOCIATES
3078 N. TAMiami TRAIL, SUITE 200
NAPLES, FL 34103

SUBJECT: SIMPSON INVESTMENTS LP
Ref. Number: W10000039616

We have received your document for SIMPSON INVESTMENTS LP and your check(s) totaling \$1052.50. 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) 245-6067.

Neysa Culligan
Regulatory Specialist II

Letter Number: 910A00020138

Certificate of Conversion FILED
For 10 SEP -7 AM 9:47
"Other Business Organization" SECRETARY OF STATE
Into TALLAHASSEE, FLORIDA
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:

SIMPSON INVESTMENTS 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 INDIANA

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

on JUNE 8, 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:

SIMPSON INVESTMENTS MANAGEMENT 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 30 day of JULY 2010.

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

Signature: Jane Simpson Deuel
Printed Name: JANELL SIMPSON DEUEL Title: GENERAL PARTNER

Signature: Randall R. Simpson
Printed Name: RANDALL REID SIMPSON Title: GENERAL PARTNER

Signature: _____
Printed Name: _____ Title: _____

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: _____
Printed Name: N/A Title: N/A

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)

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

1. SIMPSON INVESTMENTS MANAGEMENT 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. 12646 HUNTERS LAKES COURT

Street address of initial designated office

BONITA SPRINGS, FL 34135

3. LARRY PARKER

Name of Registered Agent for Service of Process

4. 3078 TAMiami TRAIL NORTH, #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. 3078 TAMiami TRAIL NORTH, #200

Mailing address of initial designated office

NAPLES, FL 34102-7243

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

8. Name and business address of each general partner:

Name:

Business Address:

JANELL SIMPSON DEUEL

12646 HUNTERS LAKES COURT

BONITA SPRINGS, FL 34135

RANDALL REID SIMPSON

12646 HUNTERS LAKES COURT

BONITA SPRINGS, FL 34135

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 30 day of JULY, 2010.

Signature of each general partner:

Janelle Deuel
Randall R Simpson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 SEP -7 AM 9:47

FILED

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