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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1011-62592

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December 13, 2011

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee FL 32314

Via Federal Express

Re: VJP Holdings, LLLP
Alocs Enterprises, Inc.

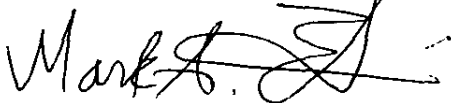
Dear Sir or Madam:

Enclosed please find the following: (1) Cover Letter and Certificate of Conversion and Certificate of Limited Partnership and a check in the sum of \$1,113.75 payable to the Florida Department of State. Please provide me with the requested certified copy and Certificate of Status of VJP Holdings, LLLP (the resulting entity); and (2) Cover Letter and original and one copy of a Certificate of Domestication with regard to Alocs Enterprises, Inc., along with a filing fee check in the sum of \$137.50. Please provide me with a certified copy of the Articles of Incorporation and a Certificate of Status.

If you have any questions, please feel free to contact me. Thank you for your courtesy and assistance in this matter.

Very truly yours,

KNOTT EBELINI HART



Mark A. Ebelini

MAE/mcl
Enclosures
cc: client

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VJP Holdings, LLP
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:

Mark A. Ebellni
Contact Person

Knott Ebellni Hart
Firm/Company

1625 Hendry Street, Third Floor
Address

Fort Myers FL 33901
City, State and Zip Code

mebellni@knott-law.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark A. Ebellni at (239) 334-2722
Name of Contact Person 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 Certified Copy and Certified Copy, and
and \$1,000 - Certificate) Status 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

Certificate of Conversion
For
"Other Business Organization"

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Into

11 DEC 21 PM 3:58

Florida Limited Partnership or Limited Liability Limited Partnership

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Certificate of Limited Partnership 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:

V.J.P. Holdings, 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 Jersey

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

on December 29, 1997

(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**:

VJP Holdings, LLLP

(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, 2012

(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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the other business entity complies with such law(s) in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 13th day of December, 2011.

Signature of Each General Partner Listed in Attached Certificate of Limited

Partnership/Limited Liability Limited Partnership: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature: [Signature]
Printed Name: Vincent A. Scolá, Alocs Enterprises, Inc. Title: President

(Alocs Enterprises, Inc. is the sole
Signature: General Partner of VJP Holdings, LLLP
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: Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: [Signature]
Printed Name: Vincent A. Scolá Title: President, Alocs Enterprises, Inc.,

General Partner of
V.J.P. Holdings, L.P.

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. VJP Holdings, LLLP

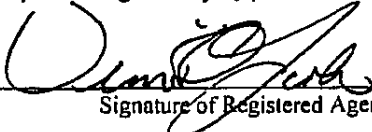
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.*

2. 23601 Waterside Drive, Bonita Springs, Florida 34134
Street address of initial designated office

3. Vincent A. Scola
Name of Registered Agent for Service of Process

4. 23601 Waterside Drive, Bonita Springs, Florida 34134
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. 23601 Waterside Drive, Bonita Springs, Florida 34134
Mailing address of initial designated office

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:

Alocs Enterprises, Inc.

23601 Waterside Drive, Bonita Springs, FL 34134

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
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_____	_____
_____	_____
_____	_____
_____	_____

9. Effective date, if other than the date of filing: January 1, 2012

(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 13th day of December, 2011

Signature of each general partner: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Alocs Enterprises, Inc.

BY:



Vincent A. Scola, President