

A12000000510

(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:

AUG 30 2012

S. TONER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Park 66 Plaza, LLLP
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:

Deann Lazzari Wojcicki
Contact Person

The Sembler Company
Firm/Company

5858 Central Avenue
Address

St. Petersburg, FL 33707-1728
City, State and Zip Code

deann.lazzari-wojcicki@sembler.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Deann Wojcicki at (727) 384-6000, ext. 3015
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 Certified Copy, and
and \$1,000 – Certificate) Status and Certified Copy 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



Via Federal Express
August 27, 2012

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

**Re: Park 66 Plaza Conversion to Park 66 Plaza, LLLP – Certificate of Conversion
Park 66 Plaza, LLLP – Certificate of Limited Liability Limited Partnership**

Dear Sir or Madam:

Enclosed please find the following documents to file a conversion from a general partnership to a limited liability limited partnership:

- 1) Certificate of Conversion (Park 66 Plaza into Park 66 Plaza, LLLP)
- 2) Certificate of Limited Liability Limited Partnership (Park 66 Plaza, LLLP)
- 3) Check #115638 for \$1,052.50 (\$52.50 for conversion + \$1,000 for certificate)

We request that the effective date for the filing of these documents be August 31, 2012, if at all possible.

If you have any questions, please contact our office immediately.

Sincerely,

A handwritten signature in black ink, appearing to read 'DLW', followed by a horizontal line.

Deann Lazzari Wojcicki
Chief Financial Officer

DLW/vlm
K Deann Ltrs FL Div of Corps – Park 66 Plz Conversion to Park 66 Plz LLLP – 8-27-12

Enclosures

CERTIFICATE OF CONVERSION
FOR
PARK 66 PLAZA
("Other Business Entity")
INTO
PARK 66 PLAZA, LLLP
(Florida Limited Liability Limited Partnership)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Certificate of Limited Liability Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Partnership in accordance with Section 620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Park 66 Plaza.
2. The "Other Business Entity" is a general partnership first organized August 1, 1973, registered with the State of Florida on March 22, 2012, and identified as document #GP1200000453.
3. The name of the Florida Limited Liability Limited Partnership as set forth in the attached Certificate of Limited Partnership is PARK 66 PLAZA, LLLP.
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. This conversion shall be effective in Florida as of AUG. 31, 2012
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 17th day of Aug., 2012.

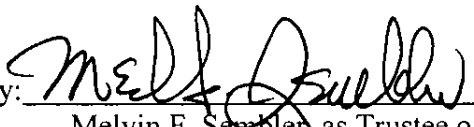
PARK 66 PLAZA, LLLP, a Florida
limited liability limited partnership

By: Melvin F. Sembler
Melvin F. Sembler, as Trustee of the
Melvin F. Sembler Family Trust, u/a/d
March 14, 1975, the General Partner

Prepared By:

William B. Spottswood, Jr., Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
Bar No. 0073171
(727) 461-1818

PARK 66 PLAZA, a Florida general
partnership

By: 
Melvin F. Sembler, as Trustee of the
Melvin F. Sembler Family Trust,
u/a/d March 14, 1975, a Partner

#711184v2

**CERTIFICATE OF
LIMITED LIABILITY LIMITED PARTNERSHIP
OF
PARK 66 PLAZA, LLLP
a Florida limited liability limited partnership**

The undersigned sole General Partner, desiring to form a limited liability limited partnership ("Partnership") pursuant to the laws of the State of Florida, hereby states:

1. The name of the Partnership is: PARK 66 PLAZA, LLLP.
2. The mailing address and address of the principal place of business of the Partnership are: 5858 Central Avenue, St. Petersburg, Florida 33707.

3. The name and address of the agent for service of process on the Partnership are:

Gregeory S. Sembler
5858 Central Avenue
St. Petersburg, Florida 33707

4. The name and business address of the sole General Partner are:

Melvin F. Sembler, as Trustee of the
Melvin F. Sembler Family Trust, u/a/d March 14, 1975
5858 Central Avenue
St. Petersburg, Florida 33707

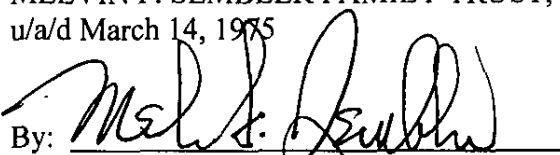
5. The limited partnership elects to be a limited liability limited partnership ☒.

Effective Date August 31, 2012
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 Liability Limited Partnership has been executed by the sole General Partner of PARK 66 PLAZA, LLLP this 14th day of Aug., 2012.

GENERAL PARTNER:

MELVIN F. SEMBLER FAMILY TRUST,
u/a/d March 14, 1975

By: 
Melvin F. Sembler, as Trustee

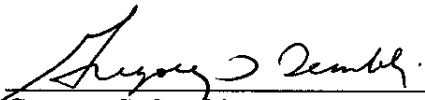
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.061, PARK 66 PLAZA, LLLP, desiring to organize under the laws of the State of Florida, hereby designates Gregory S. Sembler, located at 5858 Central Avenue, St. Petersburg, Florida 33707, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.061 relative to maintaining an office for the service of process.



Gregory S. Sembler