

# A12000000658

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

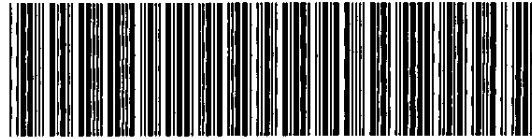
(Business Entity Name)

(Document Number)

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

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10/31/12--01020--020 \*\*1052.50

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12 OCT 31 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. SALY  
EXAMINER

NOV - 1 2012

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Medel Real Estate Investments (DE), 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:

Peter B. McKernan, III  
Contact Person

Brett Hendee, P.A.  
Firm/Company

1700 South MacDill Avenue, Suite 200  
Address

Tampa, Florida 33629  
City, State and Zip Code

ibeattie@bretthendee.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Peter B. McKernan, II at ( 813 ) 258-1177  
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

**CERTIFICATE OF CONVERSION  
FOR  
"OTHER BUSINESS ORGANIZATION"  
INTO  
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

FILED  
12 OCT 31 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

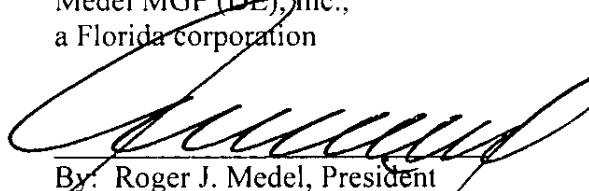
1. The name of the converting organization immediately prior to the filing of this Certificate of Conversion is: Medel Real Estate Investments (DE), LLC.
2. The converting organization is a limited liability company first formed under the laws of the state of Delaware on March 10, 2010.
3. The name of the Florida Limited Liability Limited Partnership as set forth in the attached Certificate of Limited Partnership is: Medel Real Estate Investments (DE), 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 Certificate of Conversion shall be effective on the date of filing.
6. The conversion is permitted by the applicable laws governing the converting organization and the converting organization has complied with and continues to comply with such laws in effecting the conversion.
7. The converting organization currently exists on the official records of the jurisdiction under which it is currently formed.

[BALANCE OF PAGE INTENTIONALLY BLANK; SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned parties have signed this Certificate of Conversion on this 26<sup>th</sup> day of October, 2012.

**General Partners of Medel Real Estate Investments (DE), LLLP:**

Medel MGP (DE), Inc.,  
a Florida corporation

  
By: Roger J. Medel, President

Medel AGP, Inc.,  
a Florida corporation

  
By: Roger J. Medel, President

**Converting Organization:**

Medel Real Estate Investments (DE), LLC,  
a Delaware limited liability company

  
By: Roger J. Medel, Manager

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

FILED  
12 OCT 31 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Medel Real Estate Investments (DE), 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. 1301 Concord Terrace

(Street address of initial designated office)

Sunrise, Florida 33323

3. Brett Hendee, Esquire

(Name of Registered Agent for Service of Process)

4. 1700 South MacDill Avenue, Suite 200

(Florida street address for Registered Agent)

Tampa, Florida 33629

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. P.O. Box 559001

(Mailing address of initial designated office)

Fort Lauderdale, Florida 33355

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:

Medel AGP, Inc.

1301 Concord Terrace

Sunrise, Florida 33323

Medel MGP (DE), Inc.

1301 Concord Terrace

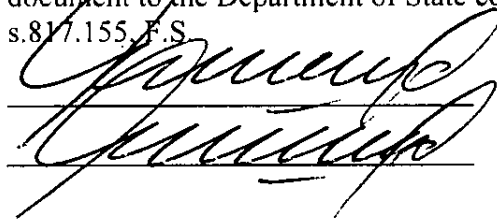
Sunrise, Florida 33323

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 26<sup>th</sup> day of October, 2012

Signature of each general partner: I/We submit this document and affirm that the facts stated herein are true. I/We am/are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Roger J. Medel, President of Medel AGP, Inc.

Roger J. Medel, President of Medel MGP (DE), Inc.

**Filing Fees:**

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

**Certified Copy (optional):**

**\$52.50**

**Certificate of Status (optional):**

**\$8.75**