

A13000000766

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

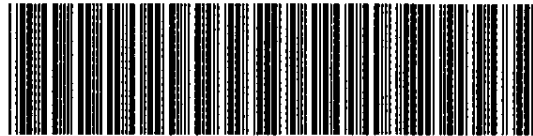
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600254778496

12/17/13--01019--001 **1052.50

DEC 17 2013
11:16 AM
J. Shivers

J. Shivers DEC 18 2013

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

This Certificate of Conversion and attached Certificate of Limited Liability Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida 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:

MYC HOLDINGS LLC

2. The "Other Business Entity" is a Limited Liability Company first organized, formed or incorporated under the laws of Florida on January 7, 2013, effective December 31, 2012, Document No. L13000002758.

3. The name of the Florida Limited Liability Limited Partnership as set forth in the attached Certificate of Limited Partnership:

MYC HOLDINGS PARTNERSHIP, 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. 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.

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

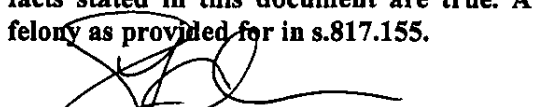
Signed this 13 day of December, 2013.


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


Yadwinder Singh Chuhan, General Partner


Mehma Chuhan, General Partner

Signature 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.


Yadwinder Singh Chuhan, Managing Member


Mehma Chuhan, Managing Member

CERTIFICATE OF LIMITED PARTNERSHIP
FOR
LIMITED LIABILITY LIMITED PARTNERSHIP

ARTICLE I

The name of this Limited Liability Limited Partnership shall be MYC Holdings Partnership, LLLP, a limited liability limited partnership.

ARTICLE II

The principal place of business address of MYC Holdings Partnership, LLLP, shall be 2770 Race Track Road, Jacksonville, FL 32259, and the mailing address shall be 14502 N Dale Mabry Hwy, Suite 333, Tampa, FL 33618, or such other place or places as the Partners from time to time may determine.

ARTICLE III

The initial registered agent of MYC Holdings Partnership, LLLP, shall be Ansbacher & Schneider, P.A. whose address is 5150 Belfort Road, Building 100, Jacksonville, Florida, 32256.

ARTICLE IV

Name and business address of each general partner:

Yadwinder Singh Chuhan
14502 N Dale Mabry Hwy
Suite 333
Tampa, FL 33618

Mehma Chuhan
14502 N Dale Mabry Hwy
Suite 333
Tampa, FL 33618

Michael N. Schneider
Fl. Bar No. 166929
Ansbacher & Schneider, P.A.
5150 Belfort Road, Building 100
Jacksonville, FL 32256
(904) 296-0100
130132.B.03

Signed this 13 day of December, 2013.

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


Yadwinder Singh Chuhan, General Partner


Mehma Chuhan, General Partner

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the organization is MYC Holdings Partnership, LLLP, a limited liability Limited Partnership.

The name and address of the registered agent and office is:

Ansbacher & Schneider, P.A.
5150 Belfort Road, Building 100
Jacksonville, FL 32256

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Ansbacher & Schneider, P.A.

By: 

Lawrence V. Ansbacher


Date

PLAN OF CONVERSION

The following Plan of Conversion was adopted by a consent meeting of the members of the undersigned Florida limited liability company, MYC Holdings LLC (hereinafter referred to as the "Company") in the manner prescribed by the Florida Limited Liability Company Act:

Section One. Conversion. The Company shall convert into MYC Holdings Partnership, LLLP, a limited liability limited partnership ("Partnership").

Section Two. Terms and Conditions. On the Effective Date of the Conversion, the Company shall cease, and the Partnership shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed of the Company, without the necessity for any separate transfer. The Partnership shall thereafter be responsible and liable for all liabilities and obligations of the Company, and neither the rights of creditors nor any liens on the property of the Company shall be impaired by the Conversion.

Section Three. Conversion of Membership Units. The manner and basis of converting the membership units of the Company into shares, rights, obligations and other securities of the Partnership is as follows:

(a) Each Voting Membership Unit of the Company shall be converted into an equal percentage of General Partnership Interests of the Partnership. Each Non-Voting Membership Unit of the Company shall be converted into an equal percentage of Limited Partnership Interests of the Partnership.

(b) The conversion shall be effected as follows: After the Effective Date of the Conversion, each holder of membership units in the Company shall be deemed to have issued and exchanged therefor the requisite general partnership or limited partnership interest to which such Partner is entitled as provided above.

Section Four. Partnership Agreement and Partners: The Certificate of Limited Partnership for Limited Liability Limited Partnership attached hereto as Exhibit A shall be the Certificate of Limited Partnership for Limited Liability Limited Partnership. Yadwinder Singh Chuhan and Mehma Chuhan shall be the General Partners of the Partnership.

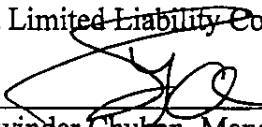
Section Five. Approved by Members. This Plan of Conversion has been consented to, approved and adopted by all of the Members of the Company in the manner provided by the applicable laws of the State of Florida at a consent meeting held by such Members.

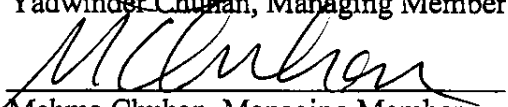
Section Six. Effective Date of Conversion. The Effective Date of this Conversion shall be as of the filing date of the Certificate of Conversion with the Florida Secretary of State.

Section Seven. Execution of Agreement. This Plan of Conversion may be executed in any number of counterparts, and each such counterpart shall constitute an original instrument.

IN WITNESS WHEREOF this Plan of Conversion has been duly executed.

MYC HOLDINGS LLC
a Florida Limited Liability Company

By: 
Yadwinder Chuhan, Managing Member

By: 
Mehma Chuhan, Managing Member

"COMPANY"

The foregoing Plan of Conversion is hereby approved by the General Partners of MYC Holdings Partnership, LLLP.


Yadwinder Singh Chuhan


Mehma Chuhan

"GENERAL PARTNERS"