

A14000000737

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

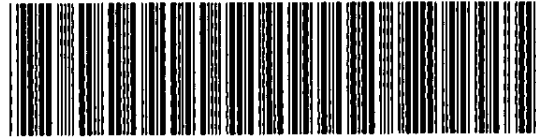
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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12/03/14--01002--016 **1052.50

W14-
72347

RECEIVED
DEPARTMENT OF STATE
14 DEC -3 PM 12:25

FILED
14 DEC 19 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.0000 DEC 22 2014

Charter Number Only

VALIDATION ONLY

12/2/14 Susana

Gutter Chaves
Requestor's Name

Address

City State ZIP Phone

CORPORATION(S) NAME

Vanguard South, LLC

- | | | |
|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other Conversion |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 4, 2014

EMPIRE

SUBJECT: VANGUARD SOUTH, LLLP
Ref. Number: W14000072347

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2014 DEC 19 AM 11:30
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

We have received your document for VANGUARD SOUTH, LLLP and your check(s) totaling \$1052.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 245-6051.

Tim Burch
Regulatory Specialist II

Letter Number: 414A00025523

Certificate of Conversion
For
"Other Business Organization"

Into
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:

Vanguard South, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(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 Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 11/12/2010
(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:

Vanguard South, 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: _____
(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 DEC 19 PM 4:40

FILED

Signed this 24 day of November, 2014

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.817.165, F.S.

Signature: [Signature] General Partner: Kouri Investments Limited Partnership, by: ANDREW KOURI, as President of 8995443 Canada, Inc., General Partner of Kouri Investments Limited Partnership, General Partner
Printed Name: ANDREW KOURI Title: General Partner
Signature: [Signature] General Partner: Andrew Kouri, as Co-Trustee: Jean Marie Echmendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the
Printed Name: ANDREW KOURI, Co-Trustee Title: General Partner
Signature: [Signature] General Partner: Jean Marie Echmendia, as Co-Trustee: Jean Marie Echmendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the
Printed Name: JEAN MARIE ECHMENDIA, Co-Trustee Title: General Partner

Signature: _____ Title: _____
Printed Name: _____ Title: _____
Signature: _____ Title: _____
Printed Name: _____ Title: _____
Signature: _____ Title: _____
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: Jean Marie Echmendia Title: Authorized Representative

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)

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14 DEC 19 PM 4:40
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TALLAHASSEE, FLORIDA

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

1. Vanguard South, 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. 4045 Sheridan Ave., #240

Street address of initial designated office-

Miami Beach, FL 33140

3. _____
Name of Registered Agent for Service of Process

4. Jean Marie Echemendia

Florida street address for Registered Agent

4045 Sheridan Ave., #240, Miami Beach 33140

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. 4045 Sheridan Ave., #240

Mailing address of initial designated office

Miami Beach, FL 33140

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

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14 DEC 19 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. Name and business address of each general partner:

Name: KOURI GROUP, LLLP

Business Address:

General Partner: Kouri Investments Limited Partnership, by ANDREW KOURI, as President of 8995443 Canada, Inc., General Partner of Kouri Investments Limited Partnership, General Partner

c/o 4045 Sheridan Ave., #240

Miami Beach, FL 33140

General Partner: Andrew Kouri, as Co-Trustee: Jean Marie Echemendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the Greg Kouri Living Trust, by ANDREW KOURI, Co-Trustee

c/o 4045 Sheridan Ave., #240

Miami Beach, FL 33140

General Partner: Jean Marie Echemendia, as Co-Trustee: Jean Marie Echemendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the Greg Kouri Living Trust, by: JEAN MARIE ECHEMENDIA, Co-Trustee

4045 Sheridan Ave., #240

Miami Beach, FL 33140

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14 DEC 19 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 24 day of November 2014

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.

General Partner: Kouri Investments Limited Partnership

General Partner: Andrew Kouri, as Co-Trustee: Jean Marie Echemendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the Greg Kouri Living Trust

ANDREW KOURI, President, 8995443 Canada, Inc., General Partner

ANDREW KOURI, Co-Trustee

General Partner: Jean Marie Echemendia, as Co-Trustee: Jean Marie Echemendia and Andrew Kouri, Co-Trustees of the Family Trust created under the First Restatement of the Greg Kouri Living Trust

JEAN MARIE ECHEMENDIA, Co-Trustee