

A1500000698

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

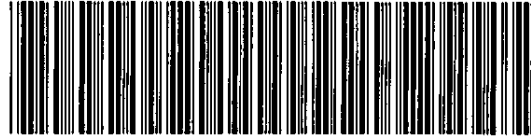
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

10/19 waiting on GP filing

Office Use Only



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2015 OCT 27 P 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

OCT 28 2015

S MASON

82845-5101



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 14, 2015

C DANIEL RICE
MAYPORT VENTURE PARTNERS, LLC
50 L LAURA ST - STE 1208
JACKSONVILLE, FL 32202

SUBJECT: MAYPORT VENTURE PARTNERS II, L.P.
Ref. Number: W15000054828

We have received your document for MAYPORT VENTURE PARTNERS II, L.P. and your check(s) totaling \$1113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This office cannot accept double sided pages, one sided pages only. Please make this correction.

The Limited Partnership correct title for this is "CERTIFICATE OF LIMITED PARTNERSHIP FOR FLORIDA LIMITED PARTNERSHIP".

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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.

Tammy Hampton
Regulatory Specialist III

Letter Number: 915A00017220

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Mayport Venture Partners II, L.P.

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:

C. Daniel Rice

Contact Person

Mayport Venture Partners, LLC

Firm/Company

50 N. Laura St., Suite 1208

Address

Jacksonville, FL 32202

City, State and Zip Code

cdrice@mayport.cc

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

C. Daniel Rice

Name of Contact Person

at (904) 359-0500

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$1,052.50 Filing Fees

Fees, (\$52.50 for Conversion
and \$1,000 – Certificate)

☐ \$1,061.25 Filing Fees

and Certificate of
Status

☐ \$1,105.00 Filing Fees

and Certified Copy

☒ \$1,113.75 Filing

Certified Copy, 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"
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.

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SECRETARY OF STATE
FLORIDA

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1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Mayport Venture Partners II, 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 **Delaware**
(Enter state, or if a non-U.S. entity, the name of the country)

on **November 4, 2011**
(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:

Mayport Venture Partners II, L.P.

(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.

Signed this 22 day of July, 2015.

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: C. Daniel Rice Title: President of General Partner

Signature: _____
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: C. Daniel Rice Title: President of General Partner

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)

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2015 OCT 27 P 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Mayport Venture Partners II, L.P.

(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 L.L.P.*

2. 50 N. Laura St., Suite 1208

(Street address of initial designated office)

3. C. Daniel Rice

(Name of Registered Agent for Service of Process)

4. 50 N. Laura St., Suite 1208

(Florida street address for Registered Agent)

Jacksonville, FL 32202-3664

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. 50 N. Laura St., Suite 1208

(Mailing address of initial designated office)

Jacksonville, FL 32202-3664

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:

Mayport Venture Partners, LLC

50 N. Laura St., Suite 1208

LI5000181852

Jacksonville, FL 32202-3664

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OCT 27 3:03
CLERK OF DISTRICT COURT
JACKSONVILLE, 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 12 day of October, 2015.

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.

C. Daniel Rice

C. Daniel Rice, Manager of Mayport Venture Partners, LLC

General Partner of Mayport Venture Partners II, L.P.

Filing Fees:

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

Certified Copy (optional):

\$52.50

Certificate of Status (optional):

\$8.75

Page 2 of 2

This Fee has
already been
paid