

A15000000712

(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:

W15-54779 Sign, RA +  
DOUBLE Sided  
Doc.

Office Use Only



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08/13/15--01017--007 \*\*1113.75

FILED  
2015 OCT 15 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. SALY  
EXAMINER  
NOV - 3 2015



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 17, 2015

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

SUBJECT: MAYPORT VENTURE PARTNERS, L.P.  
Ref. Number: W15000054779

RECEIVED  
15 OCT 15 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for MAYPORT VENTURE PARTNERS, 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, also correct document title from "THIRD AMENDED LIMITED PARTNERSHIP AGREEMENT" to "CERTIFICATE OF 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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.

Karen A Saly  
Regulatory Specialist II

Letter Number: 815A00017187

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Mayport Venture Partners, 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:

- |  |   |   |   |
|--|---|---|---|
| <input type="checkbox"/> \$1,052.50 Filing Fees<br>Fees, (\$52.50 for Conversion<br>and \$1,000 – Certificate) | <input type="checkbox"/> \$1,061.25 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$1,105.00 Filing Fees<br>and Certified Copy | <input checked="" type="checkbox"/> \$1,113.75 Filing<br>Certified Copy, and<br>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**

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2015 OCT 15 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

**Mayport Venture Partners, 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 **December 12, 2000**  
(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, 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: C. Daniel Rice  
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: C. Daniel Rice  
Printed Name: C. Daniel Rice Title: President of General Partnership

**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)

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

**FILED**  
2015 OCT 15 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Mayport Venture Partners, 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 LLLP.*

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

Jacksonville, FL 32202-3664

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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<sup>th</sup> 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, Chairman of Mayport Venture Partners, LLC

General Partner of Mayport Venture Partners, 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