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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 22 2015

J. BRUCE

STRAUS & PATEL, P.A.

ATTORNEYS AND COUNSELORS AT LAW

118 WEST ORANGE STREET
ALTAMONTE SPRINGS, FL 32714

TELEPHONE : (407) 331-5505
FACSIMILE : (407) 331-6308

December 11, 2015

Division of Corporations
Registration Section
Post Office Box 6327
Tallahassee, FL 32314

RECEIVED DEC 14 2015

RE: MSR ORLANDO, LLC conversion to MSR ORLANDO, LLLP

Dear Sir:

Enclosed please find the original Certificate of Conversion and Certificate of Limited Partnership for MSR ORLANDO, LLLP, for filing, together with our firm's trust check in the amount of \$1,175.00 for the following costs and fees:

Certificate of Conversion	\$ 52.50
Certified Copy of same	\$ 52.50
Certificate of Status for same	\$ 8.75
Certificate of Limited Partnership	
For Limited Liability Limited Partnership	\$ 965.00
Registered Agent fee	\$ 35.00
Certified Copy of same	\$ 52.50
Certificate of Status for same	\$ 8.75
Total	<u>\$ 1,175.00</u>

Please forward the certified copies and certificates of status after filing. Thank you for your assistance in this matter.

Very truly yours,


Prabodh C. Patel

PCP:lpa
Enclosures

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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:

MSR ORLANDO, 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 **May 23, 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:

MSR ORLANDO, 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: January 1st /2016.
(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.

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TALLAHASSEE FLORIDA

Signed this 11th day of November, 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: _____
Printed Name: Pradeep Matharoo Title: General Partner

Signature: _____
Printed Name: Narinder Seehra Title: General Partner

Signature: _____
Printed Name: Sachin Gaya Title: General Partner

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: _____
Printed Name: Pradeep Matharoo Title: P/D of MSR AMERICAS INC, MGRM

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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TALLAHASSEE, FLORIDA

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

1. MSR ORLANDO, 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. 118 West Orange Street

Street address of initial designated office

Altamonte Springs, FL 32714

3. Prabodh C. Patel, Esquire

Name of Registered Agent for Service of Process

4. 118 West Orange Street

Florida street address for Registered Agent

Altamonte Springs, FL 32714

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. 30 East Beaver Creek Road, Suite 119

Mailing address of initial designated office

Richmond Hill, Ontario L4B 1J2 Canada

7. If limited partnership elects to be a limited liability limited partnership, check box ☒ **Yes**.

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8. Name and business address of each general partner:

Name:

Business Address:

Pradeep Matharoo

30 East Beaver Creek Rd. #119.

Richmond Hill, Ontario L4B 1J2 Canada

Narinder Seehra

30 East Beaver Creek Rd. #119

Richmond Hill, Ontario L4B 1J2 Canada

Sachin Gaya

30 East Beaver Creek Rd. #119


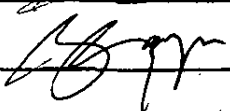
Richmond Hill, Ontario L4B 1J2 Canada


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 11th day of November, 2015

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.



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