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October 20, 2017

BRETT HENDEE, PA 1700 S MACDILL AVE STE 200 TAMPA, FL 33629

SUBJECT: WTM III, LIMITED PARTNERSHIP

Ref. Number: W17000083979

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

The registered agent must sign accepting the designation.

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.

Letter Number: 217A00021245

Yasemin Y Sulker Regulatory Specialist II

www.sunbiz.org

## CERTIFICATE OF CONVERSION

For

# "Other Business Organization"

#### Into

## Florida Limited Partnership

THIS CERTFICATE OF CONVERSION and the attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida limited partnership in accordance with Section 620.2104, *Florida Statutes*.

FIRST: The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is WTM, LIMITED PARTNERSHIP.

**SECOND:** The Other Business Entity is a Nevada limited partnership first organized under the laws of the State of Nevada on December 6, 1999.

THIRD: The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized.

FOURTH: The name of the Florida limited partnership as set forth in the attached Certificate of Limited Partnership is WTM III, LIMITED PARTNERSHIP.

FIFTH: The conversion has been approved in accordance with all applicable stagutes.

**SIXTH:** The effective date and time of the conversion shall be upon filing with the Florida Department of State.

**SEVENTH:** The conversion is permitted by the applicable law governing the Other Business Entity and the conversion complies with such law and the requirements of Chapter 620. *Florida Statutes*, in effecting the conversion.

[signature page to follow]

This Certificate of Conversion is signed this 17th day of October 2017.

# General Partner Listed in Attached Certificate of Limited Partnership:

WTM Holdings III, LLC

Name: W. Thomas Morgan, III

Title: Manager

The individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

## Other Business Entity:

WTM Holdings III, LLC, General Partner of the Other Business Entity

Title: Manager

The individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

## CERTIFICATE OF LIMITED PARTNERSHIP **OF** WTM III. LIMITED PARTNERSHIP

The undersigned hereby execute and swear to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida:

#### Article I - Name

The name of the limited partnership shall be: WTM III, Limited Partnership.

## Article II – Business and Mailing Address

The business and mailing address of the limited partnership shall be 918 South Golfview Street, Tampa, Florida 33629.

# Article III - Registered Agent Name and Address

The name of the registered agent shall be Brett Hendee and the address of the registered agent shall be 1700 South MacDill Avenue, Suite 200, Tampa, Florida 33629.

## Article IV - Name and Address of General Partners

The name of the General Partner shall be WTM Holdings III. LLC, whose address is 918 South Golfview Street, Tampa, Florida 33629.

## Article V - Term

The term of the limited partnership shall be perpetual unless sooner terminated in accordance with the Limited Partnership Agreement of WTM III, Limited Partnership.

### Article VI - Effective Date

The effective date of this Certificate of Limited Partnership shall be upon filing with the Florida Department of State.

Signed this 17th day of October 2017.

#### GENERAL PARTNER:

WTM HOLDINGS III, LLC, a Florida limited liability company

By: Cochemic hair on Manner W. Thomas Morgan. III()

Title: Manager

# **ACCEPTANCE OF DESIGNATION**

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties, and the undersigned is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 620, Florida Statutes.

Brett Hendee, Esquire Brett Hendee, P.A.

1700 S MacDill Ave, STE 200

Tampa, FL 33629