

A23000000427

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

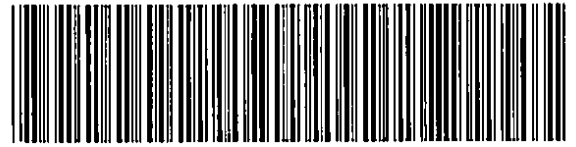
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AUG 10 2023 10:01 AM

APPROVED
AND
FILED
2023 AUG -9 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FL 32310

AUG 10 2023

K. Brumby



Owen P. Lynch

olynch@whelancorrente.com

401.270.1047

July 19, 2023

Registration Section
Florida Division of Corporations
Attn: Kyle D. Brumbley, Regulatory Specialist II Supervisor
P.O. Box 6327
Tallahassee, FL 32314

Re: *Re-submission of Certificate of Conversion - Ref. Number W23000093870*

Dear Kyle:

Thank you for your letter dated July 10, 2023 (Letter Number 623A00015225) regarding the document filing for "THE GATEWAY LIMITED PARTNERSHIP." Enclosed please find a revised document correcting the issues identified previously.

According to a discussion with your office on July 19, 2023, with one Ms. Cherish (who in turn confirmed the information with one Stanton Roberts of the Foreign Registration Section), the issue identified was that the General Partner of the proposed converted limited partnership was not an active entity in Florida.

The reason for this confusion related to both the timing and the name identity in the filing of conversion papers for the General Partner. The General Partner is now correctly identified as "Gateway General Partners, Inc." a Florida corporation. As you will see, Gateway General Partners, Inc. is (and at all relevant times has been) listed as an active Florida corporation as of the date of this letter, and I enclose for your reference the accepted conversion paperwork for that entity as well.

Sincerely,

Owen P. Lynch

Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 10, 2023

WHELAN, CORRENTE & FLANDERS, LLP
100 WESTMINSTER ST., STE. 710
PROVIDENCE, RI 02903

SUBJECT: THE FLORIDA GATEWAY LIMITED PARTNERSHIP
Ref. Number: W23000093870

We have received your document for THE FLORIDA GATEWAY LIMITED PARTNERSHIP and your check(s) totaling \$1105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Any partner or agent of a partnership that is a legal or other commercial entity, and not an individual, must be organized or otherwise registered and maintain an active status with the Florida Department of State. It cannot be dissolved, revoked, canceled or withdrawn.

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.

KYLE D BRUMBLEY
Regulatory Specialist II Supervisor

Letter Number: 623A00015225

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THE GATEWAY LIMITED PARTNERSHIP
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:

Owen Lynch
Contact Person
Whelan, Corrente & Flanders, LLP
Firm/Company
100 Westminster Street, Suite 710
Address
Providence, RI 02903
City, State and Zip Code
olynch@whelancorrente.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Owen Lynch at (401) 270-1047
Name of Contact Person 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

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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:

THE GATEWAY LIMITED PARTNERSHIP

(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 Rhode Island
(Enter state, or if a non-U.S. entity, the name of the country)

on 10/30/1986
(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**:

THE FLORIDA GATEWAY LIMITED PARTNERSHIP

(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.

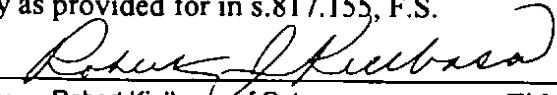
5. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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 5th day of MAY, 2023.

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: Robert Kielbasa, of Gateway Title: General Partner
GENERAL PARTNERS, INC.

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: 
Printed Name: Robert Kielbasa, of Gateway Title: General Partner
GENERAL PARTNERS, INC.

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**

1. THE FLORIDA GATEWAY LIMITED PARTNERSHIP

(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. 7731 Naples Heritage Drive, Naples, FL 34112

Street address of initial designated office

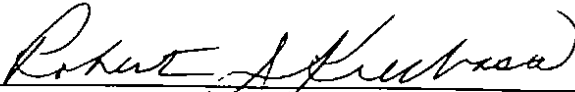
3. Robert Kielbasa

Name of Registered Agent for Service of Process

4. 7731 Naples Heritage Drive, Naples, FL 34112

Florida street address for Registered Agent

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. 7731 Naples Heritage Drive, Naples, FL 34112

Mailing address of initial designated office

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

