

L010000007769

April 25, 2001

280 Daines Street  
Suite 300  
Birmingham  
MI 48009  
248.645.9220  
Fax 248.645.2154

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

To Whom It May Concern:

W01-10153

Enclosed are the signed Articles of Organization and the Certificate of Conversion for the conversion of Continental Village Associates Ltd. to a limited liability company. Also enclosed is our check in the amount of \$180.00 to cover the following fees:

1. \$100.00 Filing Fee for Articles of Organization
2. \$25.00 Filing Fee for Registered Agent Designation
3. \$25.00 Filing Fee for Certificate of Conversion
4. \$30.00 for a Certified Copy

Please let me know if any further information is needed.

200004132092--8  
-05/02/01--01058--001  
\*\*\*\*180.00 \*\*\*\*160.00

Sincerely,

  
Gloria A. Koster  
Vice President and Chief Financial Officer

GAK/b  
enclosures

WES/17  
FILED  
01 MAY 17 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

7p



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 4, 2001

GLORIA A. KOSTER  
UNIPROP  
280 DAINES STREET, SUITE 300  
BIRMINGHAM, MI 48009

SUBJECT: CONTINENTAL VILLAGE ASSOCIATES, LLC  
Ref. Number: W01000010153

We have received your document for CONTINENTAL VILLAGE ASSOCIATES, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 901A00026566

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01 MAY 17 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DW of Corp  
409 E Gaines St  
attn: Request Section  
Tel 32399

**UNIPROP**

VIA AIRBORNE

May 15, 2001

280 Daines Street  
Suite 300  
Birmingham  
MI 48009  
248.645.9220  
Fax 248.645.2154

**Mr. Lee Rivers**  
Document Specialist  
Florida Department of State  
Attn: Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: ***Continental Village Associates, LLC***

**Dear Mr. Rivers:**

Enclosed is the Certificate of Conversion as well as the Articles of Organization for Florida Limited Liability Company. I have also enclosed a copy of your letter.

Please note Mr. Paul M. Zlotoff has signed and I have printed his name under his signature.

This should complete all information required. Please feel free to contact me if you feel it is appropriate. Thank you for your assistance in this matter.

Sincerely,

  
Gloria A. Koster  
Chief Financial Officer

Cc: Mickey Friedman  
Lynn Moodie

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**01 MAY 17 AM 8:41**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

## CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:

CONTINENTAL VILLAGE ASSOCIATES Ltd. ("LP")

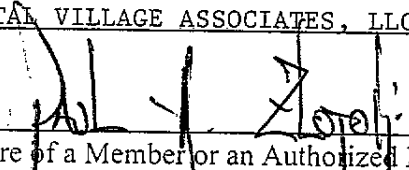
A15317

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: 19TH SEPTEMBER 1983
- B. Jurisdiction: STATE OF FLORIDA
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: \_\_\_\_\_

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

CONTINENTAL VILLAGE ASSOCIATES, LLC

  
\_\_\_\_\_  
Signature of a Member or an Authorized Representative of a Member  
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

PAUL ZLOTOFF

Typed or Printed Name of Signee

### FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

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01 MAY 17 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

CONTINENTAL VILLAGE ASSOCIATES, LLC

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

280 DAINES STREET, SUITE 300  
BIRMINGHAM, MI 48011

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

MELTON RINES  
Name  
15235 SOUTH TAMiami  
Florida street address (P.O. Box **NOT** acceptable)  
FORT MYERS, FL 33908  
City, State, and Zip

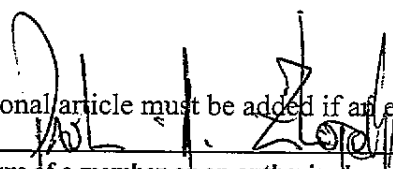
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*

  
Registered Agent's Signature

## Article IV - Management (Check box if applicable.)

☐ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

  
Signature of a member or an authorized representative of a member.

PAUL M. ZLOTOFF  
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

\_\_\_\_\_  
Typed or printed name of signee

### Filing Fees:

\$100.00 Filing Fee for Articles of Organization  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (Optional)  
\$ 5.00 Certificate of Status (Optional)

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