



# L020000010111

KIRWAN & ASSOCIATES

02 APR 18 PM 4:03  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

April 5, 2002

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

RE: Conversion of General Partnerships Tunno Groves,  
Angel Islands, and Angel Sisters to Limited Liability Companies

Dear Sirs/Mesdames:

500005336445--6  
-04/24/02--01003--014  
\*\*\*\*450.00 \*\*\*\*150.00

Enclosed are:

1. Certificate of Conversion for each of the entities set forth above;
2. Articles of Organization for each of the entities set forth above;
3. Acceptance of Appointment by Initial Registered Agent for each of the entities set forth above;
4. Firm's check in the amount \$450.00 to cover the following filing fees for each of the entities set forth above:

\$100.00	Filing Fee for Articles of Organization
\$ 25.00	Filing Fee for Registered Agent Designation
\$ 25.00	Filing Fee for Certificate of Conversion

5. Copy of this letter with stamped, return envelope.

Upon receipt, please date stamp the enclosed copy of this letter to acknowledge its receipt and the above listed enclosures. Upon completion of filing, please send confirmation of completion of the above referenced matters to me at the address listed below.

If I can be of any assistance, please do not hesitate to call me.

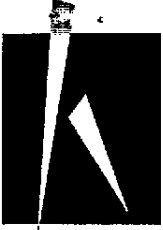
Sincerely,

Adam O. Kirwan  
Enclosures

cc: Mr. and Mrs. W.C. Tunno, Jr.

Name	
Availability	
Document	
Examiner	<i>[Signature]</i>
Updater	
Undator	
Verifier	
Acknowledgment	

*FL WC*  
*Canv.*  
*2875*  
*meal*  
*[Signature]*  
*4/29*  
*FF \$150.00*



KIRWAN & ASSOCIATES

April 11, 2002

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314  
ATTN: BRENDA TADLOCK

RE: Conversion of General Partnerships Tunno Groves,  
Angel Islands, and Angel Sisters to Limited Liability Companies

Dear Sirs/Mesdames:

Enclosed is this firm's check in the amount \$450.00 to cover the following filing fees for each of the entities set forth above.

\$100.00	Filing Fee for Articles of Organization
\$ 25.00	Filing Fee for Registered Agent Designation
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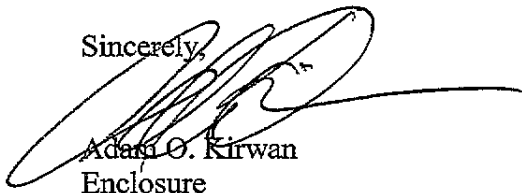
Under my previous letter dated April 5, 2002, the following documents were submitted:

1. Certificate of Conversion for each of the entities set forth above;
2. Articles of Organization for each of the entities set forth above;
3. Acceptance of Appointment by Initial Registered Agent for each of the entities set forth above.

Upon receipt, please date stamp the enclosed copy of this letter to acknowledge its receipt and the above listed enclosures. Upon completion of filing, please send confirmation of completion of the above referenced matters to me at the address listed below.

If I can be of any assistance, please do not hesitate to call me.

Sincerely,




Adam O. Kirwan  
Enclosure

## CERTIFICATE OF CONVERSION

This CERTIFICATE OF CONVERSION is filed in accordance with Section 608.439, Florida Statutes.

1. Tunno Groves was formed as a Florida general partnership on December 1, 1969.
2. The name of the limited liability company (the "Company") into which Tunno Groves is converting shall be "Tunno Groves, LLC."
3. The conversion shall be effective as of the date of the filing of this Certificate.
4. The conversion has been approved by all of the partners of Tunno Groves.

  
WYCKLFFE CHAMPNEYS TUNNO, JR.  
Partner

  
PATRICIA ANGEL TUNNO  
Partner

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR 18 PM 4:03

**ARTICLES OF ORGANIZATION FOR  
TUNNO GROVES, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I  
NAME**

The name of the Limited Liability Company is TUNNO GROVES, LLC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 7 Spencer Shrs, Haines City, FL 33844.

**ARTICLE III  
MANAGEMENT**

The company shall be managed by its Managing Member, Wyckliffe Champneys Tunno, Jr.

**ARTICLE IV  
MEMBERSHIP INTERESTS**

The company shall have two (2) classes of membership interests, Class A Voting and Class B Non-voting. Initially the Class A membership interests shall comprise one percent (1%) of the total membership interests and Class B membership interests shall comprise ninety-nine percent (99%) of the total membership interests. The members owning Class A membership interests shall be the company's managers. The members owning Class B membership interests shall not be entitled to (i) participate in the management of the company, (ii) contract on behalf of the company, or (iii) otherwise act on behalf of or legally bind the company.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 7 Spencer Shrs, Haines City, FL 33844, and the initial Registered Agent at such address is Wyckliffe Champneys Tunno, Jr.

**ARTICLE VI  
TRANSFERABILITY OF MEMBERSHIP INTEREST**

No member or members of the company shall have the right to assign their membership interest in the company, whether voluntarily or involuntarily, without the unanimous written agreement of all of the members (the "Required Unanimous Vote"), unless otherwise provided in the company's operating agreement. If an assignment of a membership interest is not approved by the Required Unanimous Vote, the assignee shall have no right to (i) become a member of the company, (ii) participate in the management of the company, or (iii) exercise any rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions to which the assignor was entitled, to the extent assigned. Any such assignee shall be allocated and report all items of income, gain, loss, deduction, credit or other tax allocation (a "Taxable Item") on such assignee's income tax returns each year to the same extent the assignor would have been allocated such Taxable Items and the assignee shall receive the federal and all relevant state Forms K-1s with respect to such allocations.

**IN WITNESS WHEREOF**, the undersigned Managing Member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned Managing Member has executed these Articles of Organization this 27 day of MARCH, 2002.

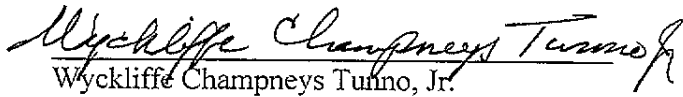
  
Wyckliffe Champneys Tunno, Jr., Sole Managing Member

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 APR 18 PM 4:03

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

**DATED** this 27 day of MARCH, 2002.

  
Wyckliffe Champneys Tunno, Jr.