

LO3000041947

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

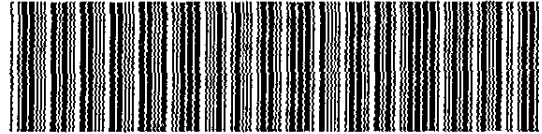
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400023877574

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03/07/20 PM 2:07

10/29/03--01059--009 \*\*\$150.00

*UCC cover.  
meal*

*FA sign.*

*FF \$150*

**POHL & SHORT, P.A.**  
ATTORNEYS AT LAW

DWIGHT I. (IKE) COOL  
ALEXANDER S. DOUGLAS II  
MATT G. FIRESTONE  
GARY A. FORSTER  
MARK A. GRIMES  
RICHARD A. HEINLE  
DAVID J. KOHS  
TERESA N. PHILLIPS  
FRANK L. POHL  
JAMES E. SHEPHERD, V  
HOUSTON E. SHORT  
JOHN R. SIMPSON, JR.  
DANI S. THEOBALD

TELEPHONE (407) 647-7645  
FACSIMILE (407) 647-2314  
EMAIL: PS@POHLSHORT.COM

MAILING ADDRESS:  
POST OFFICE BOX 3208  
WINTER PARK, FLORIDA 32790

COURIER ADDRESS:  
280 WEST CANTON AVENUE, SUITE 410  
WINTER PARK, FLORIDA 32789

October 28, 2003

**VIA FEDERAL EXPRESS**

Attention: Brenda Tadlock  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Certificate of Conversion  
Our File No.: 398-62

Dear Ms. Tadlock:

Enclosed is an original and a copy of a Certificate of Conversion for TLC Realty Investments, LLLP and an original and a copy of Articles of Organization for TLC Realty Investments, LLC", together with a check in the amount of \$150.00 in payment of the filing fee. It is our understanding that an acknowledgment of the filing along with a stamped copy of the filed documents will be returned to us.

If you have any questions regarding the enclosed, please contact us. Thank you for your assistance with this matter.

Sincerely,

Gary A. Forster

GAF/ab  
Enclosures  
cc: Frank L. Pohl, Esq.

*Ans  
Brockhouse*

**POHL & SHORT, P.A.**  
**ATTORNEYS AT LAW**

DWIGHT I. (IKE) COOL  
ALEXANDER S. DOUGLAS II  
MATT G. FIRESTONE  
GARY A. FORSTER  
MARK A. GRIMES  
RICHARD A. HEINLE  
DAVID J. KOHS  
TERESA N. PHILLIPS  
FRANK L. POHL  
JAMES E. SHEPHERD, V  
HOUSTON E. SHORT  
JOHN R. SIMPSON, JR.  
DANI S. THEOBALD

TELEPHONE (407) 647-7645  
FACSIMILE (407) 647-2314  
EMAIL: PS@POHLSHORT.COM

MAILING ADDRESS:  
POST OFFICE BOX 3208  
WINTER PARK, FLORIDA 32790

COURIER ADDRESS:  
280 WEST CANTON AVENUE, SUITE 410  
WINTER PARK, FLORIDA 32789

**FACSIMILE COVER SHEET**

**DATE:** October 30, 2003

**TO:** Brenda Tadlock

**FAX NUMBER:** 850-410-1015

**FROM:** Ann Brookhouse

**REGARDING:** TLC Realty Investments, LLLP Conversion to LLC/Missing Acceptance  
of Registered Agent

**NUMBER OF SHEETS, INCLUDING COVER:** 2

**CONFIDENTIALITY NOTICE**

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS PRIVILEGED AND CONFIDENTIAL AND IS INTENDED FOR THE USE OF THE ADDRESSEE GIVEN ABOVE. IF YOU ARE NEITHER THE INTENDED RECIPIENT NOR AN EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THIS MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISCLOSURE, COPYING, DISTRIBUTION OR THE TAKING OF ANY ACTION IN RELIANCE ON THE CONTENTS OF THIS TELECOPIED INFORMATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS TELECOPY IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE (407)647-7645 TO ARRANGE FOR THE RETURN TO US OF THE ORIGINAL DOCUMENT.

Brenda

Attached is the missing Acceptance of Registered Agent form that you called me about yesterday.  
Thanks so much for your help! Have a great day.

## 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:

TLC Realty Investments, LLLP

A03-1134

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

A. Date: August 7, 2003

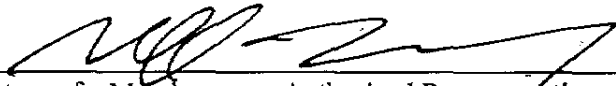
B. Jurisdiction: Florida

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:

TLC Realty Investments, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 OCT 29 PM 2:07

  
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.)

Realvest Development Management, LLC, Manager

Typed or Printed Name of Signee

By: Realvest Holdings, LLC, Managing Member

By: George D. Livingston, Managing Member

### 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.)

**ARTICLES OF ORGANIZATION FOR  
TLC REALTY INVESTMENTS, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I  
NAME**

The name of the Limited Liability Company is TLC REALTY INVESTMENTS, LLC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 1717 S. Orange Avenue, Ste. 300, Orlando, Florida 32806.

**ARTICLE III  
MANAGEMENT**

The Limited Liability Company is to be managed by its manager and the name and address of the manager of the Limited Liability Company is:

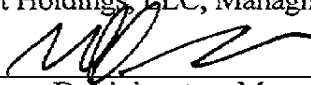
Realvest Development Management, LLC  
2200 Lucien Way, Ste. 350  
Maitland, Florida 32751

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 1717 S. Orange Avenue, Ste. 300, Orlando, Florida 32806, and the initial Registered Agent at such address is John D. Benz.

**IN WITNESS WHEREOF**, the undersigned manager affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned manager has executed these Articles of Organization this 28 day of October, 2003.

Realvest Development Management, LLC, Manager  
By: Realvest Holdings, LLC, Managing Member

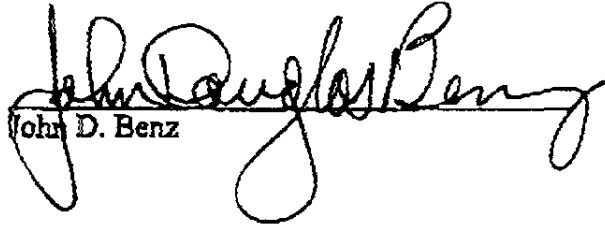
By:   
George D. Livingston, Managing Member

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
OCT 29 PM 2:07

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article IV 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 30 day of October, 2003.

  
John D. Benz

03 OCT 29 PM 2:07  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS