

L05000122158

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

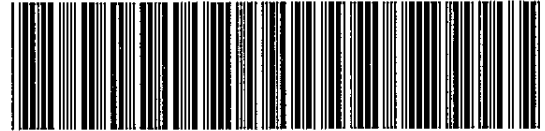
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TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 12/23/2005

REF. #: 000195.46021

CORP. NAME: SWTR III, LLC

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- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input checked="" type="checkbox"/> OTHER: CONVERSION | | |

STATE FEES PREPAID WITH CHECK# 515458 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

**CERTIFICATE OF CONVERSION OF UNINCORPORATED BUSINESS
INTO SWTR III, LLC
UNDER FLORIDA STATUTES § 608.439**

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It is hereby certified that:

1. Robert N. Dunn, as Trustee of the 1991 CITRUS-LAND-KATHY IRREVOCABLE TRUST dated April 22, 1991 (the "Owner"), first established an unincorporated business in St. Lucie County, Florida in 1991.
2. The name under which the business entity (the "Business") operated immediately prior to the filing of this Certificate of Conversion was that of the Owner.
3. Notwithstanding the fact that the real property situate in St. Lucie County, Florida, more specifically described in Exhibit "A" attached hereto and made a part hereof (the "Real Property") was held of record in the name of Robert N. Dunn, as Trustee of the 1991 CITRUS-LAND-KATHY IRREVOCABLE TRUST dated April 22, 1991, such Real Property was operated as a part of the Business, and treated in all respects as the property of the Business.
4. The name of the limited liability company into which the interest held by the 1991 CITRUS-LAND-KATHY IRREVOCABLE TRUST dated April 22, 1991 is converting, as set forth in the Articles of Organization filed of even date herewith, is SWTR III, LLC; and
5. The effective date of the conversion of this unincorporated business shall be the filing date of this certificate.
6. Upon the filing of the Articles of Organization and this Certificate of Conversion, pursuant to the provisions of Florida Statutes Section 608.439(6), all interest in the Real Property shall vest by operation of law in SWTR III, LLC, a Florida limited liability company.

Dated: This 22nd day of December, 2005.

SWTR III, LLC, a Florida limited liability company

By:



Robert N. Dunn, Trustee of the 1991
CITRUS-LAND-KATHY IRREVOCABLE
TRUST dated April 22, 1991, Member

EXHIBIT "A"

LEGAL DESCRIPTIONS

Parcel ID No. 1111-233-0001-000/7

Parcel 1:

A portion of Section 11, Township 34 South, Range 37 East, more particularly described as follows: Commencing at the Northwest corner of the aforesaid Section 11, run South 89°04'12" East along the North line of said Section, 2751.20 feet; thence South 01°00'09" West, 2008.44 feet to the Point of Beginning. From the Point of Beginning continue South 01°00'09" West, 669.63 feet; thence North 89°11'23" West, 2672.73 feet; thence North 0°40'21" West, 669.85 feet; thence 89°11'23" East, 2692.31 feet to the Point of Beginning. All of the above situate in St. Lucie County, Florida and containing 41.24 acres, more or less.

Parcel ID No. 1110-144-0001-000/1

Parcel 1A:

A portion of Section 10, Township 34 South, Range 37 East, more particularly described as follows: Commencing at the Northeast corner of the aforesaid Section 10, run South 0°40'21" East, along the East line of said Section 2014.85 feet to the Point of Beginning. From the Point of Beginning, continue South 0°40'21" East, 669.85 feet; thence North 02°01'35" West, 670.45 feet; thence South 89°11'23" East, 15.84 feet to the Point of Beginning. All of the above situate in St. Lucie County, Florida and containing 0.12 acres more or less.

TOGETHER WITH a non-exclusive easement over those certain easements recorded in Official Records Book 615, Page 2099 and in Official Records Book 615, Page 2101, St. Lucie County Public Records, and subject to the terms and conditions contained therein.

Parcel ID No. 1135-131-0001-000/8

A part of Parcel 11B

The East 1/2 of the South 1350.15 feet of the West 1/2 of the Northeast 1/4 of Section 35, Township 34 South, Range 37 East, LESS AND EXCEPT the West 81.61 feet therefrom. Said lands lying and being in St. Lucie County, Florida, containing 19.5785 acres more or less.

The aforesaid is a part of 11B as described in Official Records Book 366, Page 689, Public Records of St. Lucie County, Florida.

Subject to all easements, restrictions, reservations, dedications and rights-of-way of record.

Subject to the Articles of Incorporation of Orange Avenue Citrus Growers Association, Inc., a Florida corporation not for profit, as filed May 20, 1981, and the Bylaws of Orange Avenue Citrus Growers Association, Inc., as said Articles and Bylaws may from time to time be amended; and further subject to that certain Declaration of Restrictions and Covenants of Orange Avenue Citrus Groves, dated November 9, 1981, as recorded in the Public Records of St. Lucie County, Florida, in Official Records Book 366, Page 611, as the same may be amended from time to time.

ARTICLES OF ORGANIZATION
OF
SWTR III, LLC

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TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is SWTR III, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 1160 Riverwind Circle, Vero Beach, Florida 32967.

ARTICLE III - PERIOD OF DURATION

This Company shall exist perpetually.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 1160 Riverwind Circle, Vero Beach, Florida 34967. The name of the registered agent of the Company at that address is Robert N. Dunn.

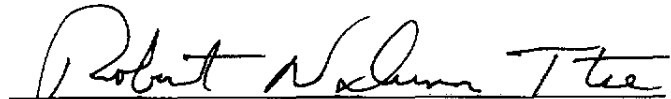
ARTICLE V - MANAGEMENT

The Company is to be a member-managed company.

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

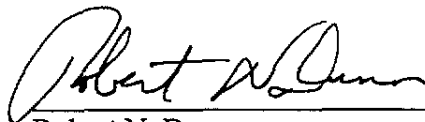
The undersigned member has made and subscribed these Articles of Organization this 22nd day of December, 2005.



Robert N. Dunn, Trustee of the 1991 CITRUS-
LAND-KATHY IRREVOCABLE TRUST dated
April 22, 1991, Member

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.



Robert N. Dunn

Date: December 22, 2005