

LD 60 000003 961

(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



100062382721

12/30/05--01028--023 \*\*180.00

FILED  
05 DEC 30 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LD 601/12/06

EFFECTIVE DATE

01/01/06

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** UNIVERSITY PARK PARTNERSHIP, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

LARRY D. MARSH, ESQ.

(Contact Person)

BRASHEAR & ASSOC., P.L.

(Firm/Company)

926 NW 13TH STREET

(Address)

GAINESVILLE FL 32601

(City, State and Zip Code)

W06-104

For further information concerning this matter, please call:

LARRY D. MARSH, ESQ. at ( 352 ) 336-0800

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input checked="" type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|---|--|--|

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

FILED  
05 DEC 30 PM 3:11  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 3, 2006

LARRY D. MARSH, ESQ.  
BRASHEAR & ASSOC., P.L.  
926 NW 13TH STREET  
GAINESVILLE, FL 32601

SUBJECT: UNIVERSITY PARK PARTNERSHIP, LLC  
Ref. Number: W06000000104

We have received your document for UNIVERSITY PARK PARTNERSHIP, 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):

LLC names cannot include the term "Partnership." Please correct your name as it appears throughout your documents. Please note that, although the term "Partnership" is not allowed, the name can include the word "Partners."

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 406A00000111

FILED  
05 DEC 30 PM 3:11  
STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

**BRASHEAR & ASSOC. P.L.**  
*C o u n s e l o r s A t L a w*

926 N.W. 13th Street  
Gainesville, FL 32601-4140  
voice: 352/336-0800  
fax: 352/336-0505  
Brashear@NFlaLaw.com  
www.NFlaLaw.com

BRUCE BRASHEAR  
WILLIAM CLAYTON MARTIN III

*Of Counsel*  
LARRY D. MARSH  
Florida Bar Board Certified Tax Lawyer

January 10, 2006

Secretary of State  
Division of Corporations  
Attn: Lee Rivers  
P. O. Box 6327  
Tallahassee, FL 32314

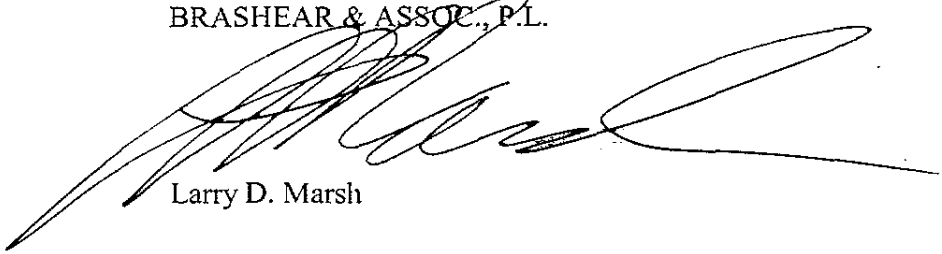
RE: UNIVERSITY PARK PARTNERS, L.L.C.  
Your Reference Number: W06000000104

Dear Mr. Rivers:

Pursuant to your letter dated January 3, 2006, a copy of which is enclosed, and our telephone conversation of January 9, 2006, enclosed are the original and one (1) copy of the Certificate of Conversion and Articles of Organization for the above referenced Limited Liability Company. The term "Partnership" has been amended to "Partners."

After filing the original Certificate of Conversion and Articles of Organization, please certify the enclosed copy and return same to this office.

Sincerely,  
BRASHEAR & ASSOC., P.L.

  
Larry D. Marsh

Enclosures as stated

LDM/el

FILED  
05 DEC 30 PM 3:11  
TALLAHASSEE, FLORIDA  
STATE

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

UNIVERSITY PARK PARTNERSHIP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a GENERAL PARTNERSHIP.  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA  
(Enter state, or if a non-U.S. entity, the name of the country)

on 11-28-1988.  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

UNIVERSITY PARK PARTNERS, LLC

(Enter Name of Florida Limited Liability Company)

EFFECTIVE DATE  
01/01/06

FILED  
05 DEC 30 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5. If not effective on the date of filing, enter the effective date: 01-01-2006.  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 29th day of December 2005.

Signature of Authorized Person: Bruce D. DeLaney

Printed Name: Bruce D. DeLaney Title: Manager

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**FILED**  
05 DEC 30 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

UNIVERSITY PARK PARTNERS, LLC

(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation "LLC," or "L.C.,")

## ARTICLE II - Address:

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

### Principal Office Address:

BRUCE D. DELANEY

75 SW 23RD WAY

GAINESVILLE FL 32607

### Mailing Address:

SAME

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

### Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

BRUCE D. DELANEY

75 SW 23RD WAY

Florida street address (P.O. Box NOT acceptable)

GAINESVILLE FL 32607

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..

Bruce D. Delaney

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

EFFECTIVE DATE  
01/01/06

05 DEC 30 PM 3:11

FILED

CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGR

BRUCE D. DELANEY

75 SW 23RD WAY

GAINESVILLE FL 32607

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: 01-01-2006  
(OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 business days prior to or 90 days after the date of filing.)

**REQUIRED SIGNATURE:**

  
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.)

**BRUCE D. DELANEY, TRUSTEE**

Typed or printed name of signee

**Filing Fees:**

**\$125.00 Filing Fee for Articles of Organization and Designation  
of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**

FILED  
05 DEC 30 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA