

L060000107401

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

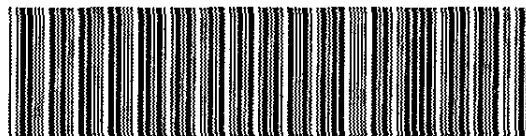
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



400081295834

11/03/06--01036--016 \*\*180.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 NOV - 3 AM 11:43

J. BRYAN NOV - 6 2006

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Northrup Properties North, 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:

Dale A. Dettmer, Esquire  
(Contact Person)  
Krasny and Dettmer  
(Firm/Company)  
304 S Harbor City Blvd, Suite 201  
(Address)  
Melbourne, FL 32901  
(City, State and Zip Code)

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
06 NOV -3 AM 11:43

For further information concerning this matter, please call:

Debbie Campos at ( 321 ) 723-5646  
(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

## 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:

FILED  
SECRETARY OF CORPORATIONS  
06 NOV - 3 AM 11:43

1.0 The name of the unincorporated business immediately prior to the filing of this Certificate of Conversion was **JOHN B. NORTHRUP** and **SHANNON A. NORTHRUP**, a general partnership ("Partnership").

2.0 **JOHN B. NORTHRUP** and **SHANNON A. NORTHRUP**, a general partnership, was first created, formed or otherwise came into being on April 21, 2004, pursuant to the laws of the state of Florida.

3.0 The name of the limited liability company as set forth in its Articles of Organization filed in accordance with Section 608.407, Florida Statutes, is **Northrup Properties North, LLC**, a Florida limited liability company.

4.0 The effective date of the conversion of the Proprietorship to a limited liability company shall be the date when filed in the office of the Florida Secretary of State.

5.0 Pursuant to the provisions of Section 608.439, Florida Statutes, fee simple title to the real property described in that certain Warranty Deed recorded in Official Records Book 5274, Page 1263, Public Records of Brevard County, Florida shall hereafter be vested in Northrup Properties North, LLC, a Florida limited liability company. All other real and personal property that may be owned by or in the name of John A. Northrup and Shannon A. Northrup is not included in the property of the Partnership and does not, upon the conversion herein described, become property of the limited liability company.

6.0 The undersigned does hereby affirm under penalties of perjury that the facts herein stated are true and correct.

  
John B. Northrup, Partner

  
Shannon A. Northrup, Partner

**ARTICLES OF ORGANIZATION  
OF  
NORTHROP PROPERTIES NORTH, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**1.0 NAME.**

The name of the Limited Liability Company is **Northrup Properties North, LLC.**

**2.0 ADDRESS.**

The mailing address and street address of the principal office of the Limited Liability Company is 1872 Winding Ridge Circle, Palm Bay, FL 32909.

**3.0 REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE.**

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

**John B. Northrup**  
1872 Winding Ridge Circle  
Palm Bay, FL 32909

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, Florida Statutes.

  
\_\_\_\_\_  
**John B. Northrup**

**4.0 MANAGEMENT.**

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

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 31 day of October, 2006.

  
\_\_\_\_\_  
**John B. Northrup**

THIS INSTRUMENT PREPARED BY:  
DALE A. DETTMER, ESQ.  
304 S. Harbor City Boulevard, Suite 201  
Melbourne, Florida 32901  
(321) 723-5646  
Florida Bar Number: 172988

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 NOV - 3 AM 11:14:3