

LO7000001786

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

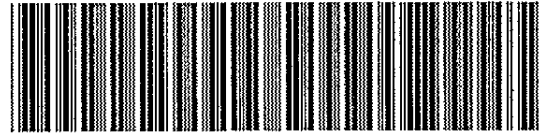
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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FULL
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 21, 2006

CHRISTOPHER T. GRAHAM, ESQ.
1201 WEST PEACHTREE STREET SUITE 3000
ATLANTA, GA 30309

SUBJECT: CMS, LLC SOUTH, LTD.CO.
Ref. Number: W06000054712

We have received your document for CMS, LLC SOUTH, LTD.CO. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "Limited Company" or Limited Liability Company or with one of the following abbreviations Ltd. Co., LC, "L.C.," LLC, or L.L.C.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 706A00072197

ATLANTA
MIAMI
ORLANDO
ST. PETERSBURG
TALLAHASSEE
TAMPA
WEST PALM BEACH

CARLTON FIELDS

ATTORNEYS AT LAW

One Atlantic Center
1201 West Peachtree Street, Suite 3000
Atlanta, Georgia 30309-3455

404.815.3400
404.815.3415 fax
www.carltonfields.com

Kathryn Pickral
Paralegal
404.815.3411 direct
kpickral@carltonfields.com

January 4, 2007

Brenda Tadlock
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

VIA FEDERAL EXPRESS

Re: CMS South, LLC
Client-Matter No. 51997-30064

Dear Ms. Tadlock:

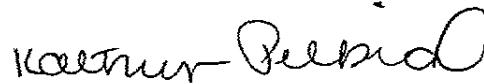
Per our telephone conference, we spoke to our client regarding changing of the Limited Liability Company from the name that was previously approved by Florida Department of State when the LLC registered to conduct business in Florida as a foreign entity to a new name. Accordingly, enclosed please find a new Certificate of Conversion for "Other Business Entity" into Florida Limited Liability Company for CMS South, LLC.

For your convenience, I have enclosed a copy of the documents that were previously submitted for filing and a copy of the transmittal letter form Agnes Lunt.

Thank you for your time and attention to this matter. Please do not hesitate to contact me if you have any questions.

Best regards.

Sincerely,



Kathryn Pickral
Paralegal

Enclosures

cc: Christopher T. Graham, Esq.

ATL#29187.1

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CMS South, 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:

Christopher T. Graham, Esq.

(Contact Person)

Carlton Fields, PA

(Firm/Company)

1201 West Peachtree Street, Suite 3000

(Address)

Atlanta, Georgia 30309

(City, State and Zip Code)

For further information concerning this matter, please call:

Kathryn Pickral

(Name of Contact Person)

at (404) 815-3411

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☒ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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:

CMS LLC, South

MOB-5811

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Georgia Limited Liability Company
(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 Georgia
(Enter state, or if a non-U.S. entity, the name of the country)

on July 5, 2005

(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:

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

CMS South, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(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 4 day of January 2007.

Signature of Authorized Person: _____

Printed Name: Christopher T. Graham Title: Attorney for CMS South, LLC

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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CMS South, 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:

11940 SW 16th Ct.

Davie, Florida 33325

Mailing Address:

11940 SW 16th Ct.

Davie, Florida 33325

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:

Sandra G. Cancela

11940 SW 16th Ct.

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

Davie

FL 33325

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..

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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DIVISION OF CORPORATIONS

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

Sandra G. Cancela

11940 SW 16th Ct.

Davie, Florida 33325

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____.

(OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five 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.)

Attorney for CMS South, LLC

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)