

LO7000022024

Akerman Senterf. H
(Requestor's Name)

(Address)

Tallahassee FL
(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

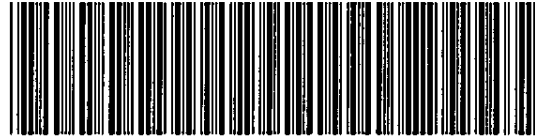
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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LD 7000022024

Requester Name _____
Address _____
City/State/Zip _____ Phone # _____

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

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**CERTIFICATE OF CONVERSION
FOR
FLORIDA PARTNERSHIP
INTO
"OTHER ORGANIZATION "**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida Partnership into a "Other Business Entity" in accordance with §620.8914, Florida Statutes., and with s.608.439, *Florida Statutes*.

1. The name of the Florida Partnership immediately prior to the filing of this Certificate of Conversion is:

NORTH POINTE REAL ESTATE ASSOCIATES

GP0700000318

2. The Florida Partnership is a unincorporated general partnership first organized, formed or incorporated under the laws of Florida on November 1, 1979 and registered under the laws of Florida on February 22, 2007. The principal address is 801 West Fletcher Avenue, Tampa, Florida 33612.

3. The name of the "Other Organization" as set forth in the attached Articles of Organization is:

NORTH POINTE REAL ESTATE ASSOCIATES, LLC

4. The "Other Organization" is a limited liability company organized, formed or incorporated under the laws of Florida.

5. The above referenced Florida Partnership has converted into an "Other Organization" in compliance with Chapter 620, F.S., and the conversion complies with the applicable laws governing the "Other Organization".

6. The Plan of Conversion was approved by the converting Florida Partnership in accordance with Chapter 620, F.S., and as required by the governing laws of the "Other Organization"

7. This Certificate of Conversion shall be effective on the date of filing.

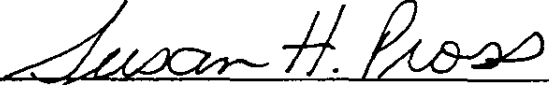
Signed this 21 day of ^{February}~~January~~, 2007.

**NORTH POINTE REAL ESTATE ASSOCIATES, LLC,
a Florida General Partnership**

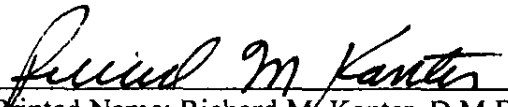
By the undersigned general partners:

SUSAN H. PROSS REVOCABLE TRUST u/a/d April 5, 2000


Printed Name: Ronald M. Pross, D.M.D., Co-Trustee


Printed Name: Susan H. Pross, Co-Trustee

MARY L. KANTER REVOCABLE TRUST u/a/d April 5, 2000


Printed Name: Richard M. Kanter, D.M.D., Co-Trustee


Printed Name: Mary L. Kanter, Co-Trustee

ARTICLES OF ORGANIZATION
OF
NORTH POINTE REAL ESTATE ASSOCIATES, LLC

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The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: **North Pointe Real Estate Associates, LLC**

**ARTICLE II
ADDRESS AND PLACE OF BUSINESS**

The address for the Company's principal office is 801 West Fletcher Avenue, Tampa, Florida 33612. The mailing address for the Company's office is 801 West Fletcher Avenue, Tampa, Florida 33612.

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE V
MANAGEMENT**

The Company is managed as described more fully in the operating agreement of the Company ("Operating Agreement").

**ARTICLE VI
RIGHT TO CONTINUE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not cease and the Company shall not be dissolved

**ARTICLES OF ORGANIZATION
OF NORTH POINTE REAL ESTATE ASSOCIATES, LLC
PAGE 2**

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except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

**ARTICLE VIII
OPERATING AGREEMENT**

The members of the Company may adopt an Operating Agreement pertaining to the regulation, management, and other affairs of the Company.

**ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT**

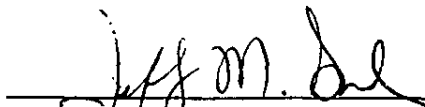
The street address of the Company's initial registered office in Florida is 401 E. Jackson Street, Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent is American Information Services, Inc. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE X
ACKNOWLEDGMENT**

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of **North Pointe Real Estate Associates, LLC**. These Articles of Organization may be amended from time to time by consent of the members in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

**ARTICLES OF ORGANIZATION
OF NORTH POINTE REAL ESTATE ASSOCIATES, LLC
PAGE 3**

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 22nd day of February, 2007.



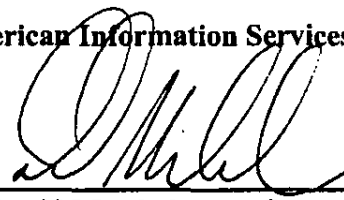
Jeffrey M. Gad, Esq., Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **North Pointe Real Estate Associates, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 22nd day of February, 2007.

American Information Services, Inc.

By: 

David M. Abel, Asst. Secretary