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SECRETARY OF STATE
ALLAHASSEE FINISHE

EFFECTIVE DATE 1-507



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

January 8, 2007

JOHN J. LYNCH 14955 GULF BLVD. MADEIRA BEACH, FL 33708

SUBJECT: PRIME PROPERTIES OF PINELLAS, L.L.C.

Ref. Number: W07000000913

We have received your document for PRIME PROPERTIES OF PINELLAS, L.L.C. 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 effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

The effective date cannot be prior to 01/05/07, the date received by this office.,

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) 245-6984.

Deborah Bruce Document Specialist

Letter Number: 907A00001441

## John J. Lynch Prime Properties of Pinellas, L.L.C. (FKA Prime Properties of Pinellas, Inc.) 14955 Gulf Blvd. Madeira Beach, FL 33708

December 14, 2006

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

Re: Prime Properties of Pinellas, L.L.C.

Dear Sir or Madam:

Enclosed please find the original of the Certificate of Conversion and Articles of Organization, together with a check in the amount of \$155.00. This represents the cost of the filing fees and Certificate of Status

Very traily yours,

Rrime Properties of Pinellas, L.L.C.

**Enclosures** 

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check stapled here

#### **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 section 608.439, Florida Statutes.

#### ARTICLE I - PREVIOUS NAME

The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Prime Properties of Pinellas, Inc.

#### ARTICLE II - ENTITY TYPE

#### **ARTICLE III - JURISDICTION**

The jurisdiction of the "Other Business Entity" has not changed since the filing of the Articles of Incorporation in Florida on September 2, 1987.

#### ARTICLE IV - NEW NAME

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Prime Properties of Pinellas, LLC.

EFFECTIVE DATE 1-5-07

#### ARTICLE V - EFFECTIVE DATE

The change of entity type is effective as of January 5, 2007.

IN WITNESS WHEREOF, the undersigned subscriber has executed this Certificate of Conyersion this 21th day of December, 2006.

John J. Lynch

STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John J. Lynch, known to me to be the person who executed the foregoing Certificate of Conversion, and who acknowledged before me that he executed this Certificate of Conversion

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 27th day of December, 2006.

Notary Public, State of Florida at Large

My Commission Expires:

Daniel J. Chechele
Commission # DD501296
Expires: FEB. 03, 2010
Bonded Thru Atlantic Bonding Co., Inc.

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SECRETARY OF STATE

#### **ARTICLES OF ORGANIZATION**

of

#### PRIME PROPERTIES OF PINELLAS, L.L.C.

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a professional limited liability company under the laws of the State of Florida.

#### **ARTICLE I - ORGANIZATION NAME**

The name of the organization is Prime Properties of Pinellas, L.L.C.

#### **ARTICLE II - DURATION**

The limited liability company shall exist perpetually unless dissolved according to Florida law.

#### **ARTICLE III - PURPOSE**

The limited liability company is organized for the purpose of engaging in any lawful business or activity permitted under the laws of the State of Florida or the United States of America.

#### ARTICLE IV - ORGANIZATION OFFICE

The organization's principal office address shall be as follows:

14955 Gulf Blvd. Madeira Beach, FL 33708

The organization's mailing address shall be as follows:

14955 Gulf Blvd. Madeira Beach, FL 33708



### ARTICLE V - REGISTERED OFFICE AND AGENT & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the Registered Office and Agent of this Organization is:

John J. Lynch 156 Estelle Drive Naples, FL 34112

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.

John J. Lynch, Registered Agen

**ARTICLE VI - MANAGERS** 

This organization shall have one (1) manager. The number of managers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the manager of the organization is as follows:

John J. Lynch 156 Estelle Drive Naples, FL 34112 O7 JAN -5 AN 3:51

#### **ARTICLE VII - SIGNER**

The name and address of the person signing these Articles of Organization is as follows:

John J. Lynch 156 Estelle Drive Naples, FL 34112

#### **ARTICLE VIII - MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers who are also members and is, therefore, a member – managed company.

Articles of Organization this <u>anthoral</u> of December, 2006
/ \// /
Alm A MNM
John I Wingh
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. / / // Sign of the sign of
STATE OF FLORIDA )
COUNTI OF FINELLAS
BEFORE ME, a Notary Public authorized to take acknowledgments in the State
and County set forth above, personally appeared John J. Lynch, known to me to
be the person who executed the foregoing Articles of Organization, or who

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 27th day of December, 2006.

acknowledged before me that he executed these Articles of Organization.

FL. Dr. License

Notal Public, State of Florida at Large

My Commission Expires:

Daniel Chechele
Commis # DD501296
Expires: FEB. 03, 2010
Bonded Thru Atlantic Bonding Co., Inc.

as identification, and who