

L07000065232

(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



900104572749

06/20/07--01039--003 \*\*150.00

FILED

2001 JUN 20 P 12:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Waterford Associates 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:

Andrew A. Ayar, Esquire  
(Contact Person)  
Evans & Luptak, P.L.C.  
(Firm/Company)  
7457 Franklin Road, Suite 250  
(Address)  
Bloomfield Hills, Michigan 48301  
(City, State and Zip Code)

2001 JUN 20 P 12:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

For further information concerning this matter, please call:

Andrew Ayar at ( 248 ) 539-2008  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" 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 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**  
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:  
Waterford Associates Limited Partnership

(Enter Name of Other Business Entity)

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

on November 7, 2002  
(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**:

Waterford Associates LLC

(Enter Name of Florida Limited Liability Company)

JUN 20 P 12:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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 12 day of June 2007.

Signature of Authorized Person: 

Printed Name: Markus E. Jakobson Title: Authorized Representative

**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)

2007 JUN 20 P 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

**Waterford Associates 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:

31731 Northwestern Hwy.  
Suite 250W  
Farmington Hills, Michigan 48334

### Mailing Address:

2201 N.W. Corporate Blvd.  
Suite 100  
Boca Raton, Florida 33431

## ARTICLE III - Registered Agent, Registered Office, & Registered Agents

### 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:

**Markus E. Jakobson**

Name

2201 N.W. Corporate Blvd., Suite 100

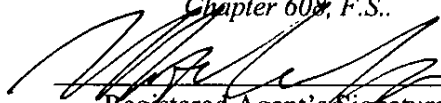
Florida street address (P.O. Box **NOT** acceptable)

**Boca Raton FL 33431**

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 609, F.S..*

  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

FILED

2001 JUN 20 P 12:58  
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

**MGR**

**Name and Address:**

Mayfair Associates, L.L.C.

31731 Northwestern Hwy., # 250W

Farmington Hills, Michigan 48334

**FILED**  
2007 JUN 20 P 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(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.)

**Markus Jakobson, authorized representative**

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)**

**· EVANS & LUPTAK, P.L.C.**

Attorneys at Law  
7457 Franklin Road, Suite 250  
Bloomfield Hills, Michigan 48301  
<http://www.evansluptak.com>

**Andrew A. Ayar**  
*Admitted to Practice in  
Michigan and Florida*

Telephone: (248) 406-5100  
Facsimile: (248) 406-5111  
Direct Dial: (248) 539-2008  
E-Mail: [aayar@evansluptak.com](mailto:aayar@evansluptak.com)

June 13, 2007

VIA CERTIFIED MAIL

Florida Dept. of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301  
(850) 245-6051

**FILED**  
2007 JUN 20 P 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Re: Certificate of Conversion and Articles of Organization**

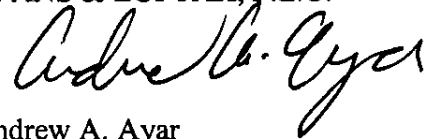
Dear Sir/Madam:

Enclosed for filing in your usual manner please find one (1) original copy of Certificate of Conversion For "Other Business Entity" Into Florida Limited Liability Company and Articles of Organization for Waterford Associates LLC.

Also enclosed is a check in the amount of \$150.00 to cover the collective filing fee. If you should have any questions or concerns, please call me at (248) 539-2008. Your assistance in this matter is greatly appreciated. Thank you.

Very truly yours,

EVANS & LUPTAK, P.L.C.



Andrew A. Ayar

AAA/mbt  
Enclosure(s)

G:\Docs\000506\006473\LTRA\A81171.DOC

*Branch Offices*

18720 Mack Avenue • Suite 220 • Grosse Pointe Farms, MI 48236 • (248) 406-5100 • Fax (313) 963-8252  
2201 N.W. Corporate Blvd. • Suite 104 • Boca Raton, FL 33431 • (561) 443-4343 • Fax (561) 443-2877