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(Requestor's Name)

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(Business Entity Name)

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JB

The  
**Lindsay  
Law Firm**  
ESTATE PLANNING · BUSINESS LAW

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Naples, FL 34110  
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August 8, 2007

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS  
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RE: Articles of Organization

Dear Filing Officer:

Please find enclosed for filing the following documents in connection with the conversion of North State Road Associates, an Ohio general partnership, into North State Road Associates, LLC, a Florida limited liability company:

1. Certificate of Conversion.
2. Articles of Organization.

I have also enclosed a check in the amount of \$150, to cover the conversion fee and the new entity fee. Please return evidence of filing in the enclosed, self-addressed, stamped envelope. Please contact me immediately if you have any questions or require additional information. Thank you!

Sincerely yours,



Joseph L. Lindsay, Esq.

Enclosures (as stated)

## CERTIFICATE OF CONVERSION

North State Road Associates, an Ohio general partnership, hereby states:

1. The name of the "other business entity" immediately prior to the filing of this Certificate of Conversion is North State Road Associates.
2. The "other business entity" is a general partnership first organized, formed or incorporated under the laws of Ohio on June 1, 1989.
3. The jurisdiction of the "other business entity" was not changed prior to the effective date of this conversion.
4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is North State Road Associates, LLC.
5. The effective date of the conversion shall be the date of filing.

IN WITNESS WHEREOF, the undersigned authorized representative has duly executed this Certificate of Conversion this 20 day of June, 2007.

NORTH STATE ROAD ASSOCIATES

By: 

David A. Surgeon  
Partner

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## ARTICLES OF ORGANIZATION

The undersigned hereby files the following Articles of Organization:

1. The name of the limited liability company is North State Road Associates, LLC.
2. The mailing address and the street address of the principal office of the limited liability company are 1008 Tivoli Drive, Naples, Florida 34104.
3. The name and street address of the initial registered agent of the limited liability company for service of process in the State of Florida are David A. Surgeon, 1008 Tivoli Drive, Naples, Florida 34104.

I accept appointment as registered agent for the above limited liability company. I am familiar with, and accept, the obligations of my position as registered agent as provided for in Chapter 608, *Florida Statutes*.

Signature of Registered Agent: \_\_\_\_\_

David A. Surgeon

4. The initial Manager of the limited liability company is David A. Surgeon.

IN WITNESS WHEREOF, the undersigned authorized representative has duly executed these Articles of Organization this 20 day of June, 2007.

\_\_\_\_\_  
David A. Surgeon

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## ARTICLES OF ORGANIZATION

The undersigned hereby files the following Articles of Organization:

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2. The mailing address and the street address of the principal office of the limited liability company are 1008 Tivoli Drive, Naples, Florida 34104.
3. The name and street address of the initial registered agent of the limited liability company for service of process in the State of Florida are David A. Surgeon, 1008 Tivoli Drive, Naples, Florida 34104.

I accept appointment as registered agent for the above limited liability company. I am familiar with, and accept, the obligations of my position as registered agent as provided for in Chapter 608, *Florida Statutes*.

Signature of Registered Agent: \_\_\_\_\_

David A. Surgeon

4. The initial Manager of the limited liability company is David A. Surgeon.

IN WITNESS WHEREOF, the undersigned authorized representative has duly executed these Articles of Organization this 20 day of June, 2007.

\_\_\_\_\_  
David A. Surgeon

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