

LD8000006A342

(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:

Dina Ciancetti GAVE

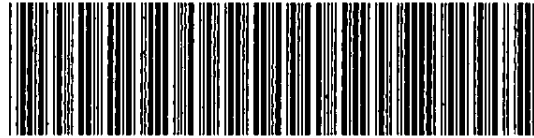
AUTHORIZATION BY PHONE TO

CORRECT Signature pertains to Cert. of Corp.

DATE 7/8/08

SEE EXAM File

Office Use Only



800132709648

07/16/08--01021--013 **150.00

FILED
08 JUL 16 PM 12:59
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED JUL 18 2008

rfhws

240 ponte vedra park drive • suite 150 • ponte vedra beach, florida 32082
904.567.1060 • f 904.567.1065 • www.rfblaw.com

eznicsek • traser • hastings • white • shaffer
attorneys

July 15, 2008

Via Federal Express

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Fern Holdings, LLP

Dear Sir/Madam:

Enclosed for filing is a Certificate of Conversion to convert Fern Holdings, LLP to Fern Holdings, LLC and Articles of Organization for Fern Holdings, LLC. Also enclosed is my firm's check in the amount of \$150.00 for the filing fee.

Please file the Certificate and Articles accordingly and return a filed copy of same to my attention. If you have any questions or concerns, please do not hesitate to call me.

Sincerely,



Donna Ciancutti
Paralegal

Encls.

Certificate of Conversion

for

"Other Business Entity"

into

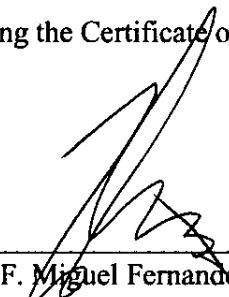
Florida Limited Liability Company

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JUL 16 PM 12:59

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: Fern Holdings, LLP. *GPOH-1154*
LLPOH-2477
2. The "Other Business Entity" is a limited liability partnership, first organized, formed or incorporated under the laws of Florida on May 6, 2004.
3. The name of the Florida Limited Liability Company as forth in the attached Articles of Organization is: Fern Holdings, LLC.
4. The effective date shall be the date of filing the Certificate of Conversion.

Signed this 24th day of June, 2008.



F. Miguel Fernandez, D.O.
Managing Member of Fern Holdings, LLC
General Partner of Fern Holdings, LLP

ARTICLES OF ORGANIZATION

OF

FERN HOLDINGS, LLC

Pursuant to section 608.407 of the Florida Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is Fern Holdings, LLC.

**ARTICLE II
DURATION**

Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in § 608.402 (24) of the Act) of the Company, the period of its duration shall be perpetual.

**ARTICLE III
ADDRESS**

The mailing and street address of the principal office of the Company shall be 14546 St. Augustine Road, Suite 407, Jacksonville, Florida 32258.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**


The initial registered office of the Company shall be 14546 St. Augustine Road, Suite 407, Jacksonville, Florida 32258, and its initial registered agent at such office shall be Kristin Fernandez D.O.

**ARTICLE V
MANAGEMENT OF THE COMPANY**

The Company will be managed by one or more managers in accordance with and subject to the requirements of the Act and Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned members of the Company have executed these Articles of Organization on behalf of the Company in accordance with § 608.407 of the Act.

Dated this 24th day of June, 2008.



Fernando Miguel Fernando, D.O.
Managing Member

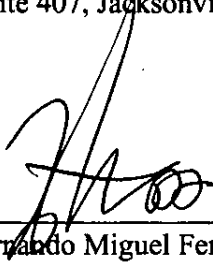
08 JUL 16 PM 12:59
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS
WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Fern Holdings, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Kristin Fernandez, D.O. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 14546 St. Augustine Road, Suite 407, Jacksonville, Florida 32258.

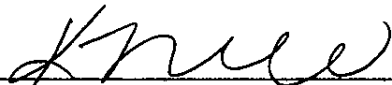
Dated this 24th day of June, 2008.



Fernando Miguel Fernandez, D.O.
Managing Member

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

Dated this 24th day of June, 2008.



Kristin Fernandez, D.O.
Registered Agent