

L08000111572

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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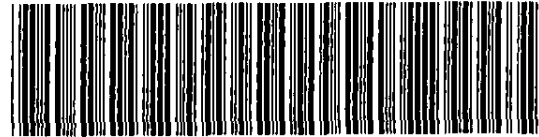
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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EXAMINER

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407 423 4000 *tel* 407 843 6610 *fax*

November 24, 2008

Susan P. Barch CP  
407 419 8569  
[Susan.Barch@akerman.com](mailto:Susan.Barch@akerman.com)

**VIA FEDEX 2 DAY**

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

Re: Hialeah Plaza Partnership

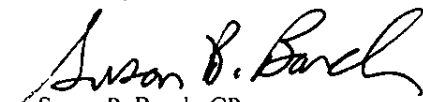
Dear Sir/Madam::

A Partnership Registration Statement was electronically filed for the above-referenced Florida general partnership today, given Document Number GP0800004685. Pursuant to F.S. Sections 620.8105(4) and 620.8912, the partnership now desires to convert to a Florida limited liability company. Per my conversation with your electronic filing office, it is not possible to file a Certificate of Conversion electronically. Therefore, enclosed please find a Certificate of Conversion and the Articles of Organization for the new llc. The Plan of Conversion was consented to by all of the partners of the converting partnership. If you need anything further in order to file the enclosed documents (such as a copy of the Plan of Conversion or the Written Action approving the conversion), let me know and I will fax them to you.

Also enclosed is this firm's check in the amount of \$185.00 to cover the following fees: filing fee for Certificate of Conversion (\$25.00); filing fee for Articles of Organization (\$100.00); registered agent fee (\$25.00); Certificate of Status of new llc (\$5.00); and certified copy (\$30.00).

Please return evidence of filing the Certificate of Conversion and Articles of Organization, together with the Certificate of Status and certified copy to me. A self-addressed stamped envelope is enclosed for your use. Should you have questions do not hesitate to call. Thank you.

Sincerely,

  
Susan P. Barch, CP  
Certified Paralegal

Enclosures

{01355618;1}

Certificate of Conversion  
For  
"Other Business Entity"  
Into  
Florida Limited Liability Company

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DIVISION OF CORPORATION

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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:

**HIALEAH PLAZA PARTNERSHIP**

2. The "Other Business Entity" is a general partnership first organized, formed or incorporated under the laws of the State of Florida on November 11, 1983 and a Registration Statement was filed with the Florida Secretary of State on November 21, 2008.

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:

Not Applicable.

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

**HIALEAH PLAZA, LLC**

5. If not effective on the date of filing, enter the effective date: N/A.

Signed this 2nd day of December, 2008.

Signature of llc: **HIALEAH PLAZA, LLC**

By: Sixto H. Su  
Name: Sixto Henry Su  
As Its Member or Authorized Representative

Signature of "Other  
Business Entity":

**HIALEAH PLAZA PARTNERSHIP**

By: Sixto H. Su  
Name: Sixto Henry Su  
As A General Partner

**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY  
HIALEAH PLAZA, LLC**

**ARTICLE I – Name**

The name of the Limited Liability Company is: **HIALEAH PLAZA, LLC.**

**ARTICLE II – Address**

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is:

12185 South Dixie Highway  
Miami, FL 33156

**ARTICLE III – Existence and Duration**

The Limited Liability Company shall commence its existence on the date that these Articles of Organization are filed and its duration shall be perpetual.

**ARTICLE IV – Management**

The name and address of each manager or managing member is as follows:

<u>Title</u>	<u>Name and Address</u>
Manager	Sixto Henry Su 12185 South Dixie Highway Miami, FL 33156

**ARTICLE V – Registered Agent**

The name and street address of the initial registered agent of the Limited Liability Company is:

Sixto Henry Su  
12185 South Dixie Highway  
Miami, FL 33156

Nov. 24, 2008  
(Date)

Sixto H. Su  
Managing 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.)

**REGISTERED AGENT ACCEPTANCE:**

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..

By: *Sixto H. Su*  
Sixto Henry Su

*Nov. 24, 2008*  
Date