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EXAMINER

19 MAY 14 PH 2: 21 SECRETARY OF STATI



ACCOUNT NO. : I2000000195

REFERENCE :

AUTHORIZATION

COST LIMIT :

ORDER DATE: May 14, 2009

ORDER TIME : 11:10 AM

ORDER NO. : 993977-005

CUSTOMER NO: 4352702

CONVERSION FILING

NAME: ERNST PROPERTIES

INTO COLMAR LLC

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS:

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 F.S. § 608.439.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: ERNST PROPERTIES (the "Converting Entity").
- 2. The "Converting Entity" is a General Partnership in existence since May 15, 1981, and then registered under the laws of the State of Florida as a Florida General Partnership on May 13, 2009, Document No. GP0900000633 jurisdiction has not been changed.
- 3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: COLMAR LLC (the "Converted Entity").
- 4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 620 and Chapter 608, Florida Statutes.
- 5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 620, Florida Statutes.
- 6. The effective date of Conversion to a Florida Limited Liability Company is upon filing.

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 14th day of May 2009.

ERNST PROPERTIES,

a Florida general partifership

Edith Dallas Ernst, as Trustee of the James U. Ernst Family Trust U/A dated

May 15, 1981 As its Partner COLMAR LLC.

a Florida limited liability company

Edith Dallas Emst

As Member or Authorized

Representative

ARTICLES OF ORGANIZATION OF COLMAR LLC

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and in accordance with F.S. § 608.407.

1. Name. The name of the Company is:

COLMAR LLC

- 2. <u>Mailing Address and Street Address of Principal Office</u>. The mailing address and the street address of the principal office of the Company is 3712 Sandspur Lane Casey Key, Nokomis, Florida 34275.
- 3. <u>Name and Street Address of Initial Registered Agent</u>. The name and street address of the Company's initial registered agent is William T. Harrison, Jr., 200 South Orange Avenue, Sarasota, Florida 34236.
- 4. <u>Existence</u>. In accordance with F.S. § 608, the Company's existence began on May 15, 1981, when the partnership was formed. The Conversion will be effective upon filing.
- 5. <u>Amendment</u>. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned member or authorized representative has executed these Articles of Organization as of the <a href="https://dx.doi.org/14th/day.01/4th/day.01

Edith Dallas Ernst

Member or Authorized Representative

ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

William T. Harrison, Jr.

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As Registered Agent