

LD910000051707

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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L. SELLERS

MAY 28 2009

EXAMINER

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FILED
09 MAY 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Harborwalk, 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:

Pamela M. Brown

(Contact Person)

Smith, Gambrell & Russell, LLP

(Firm/Company)

50 N. Laura Street, Suite 2600

(Address)

Jacksonville, FL 32202

(City, State and Zip Code)

For further information concerning this matter, please call:

Pamela M. Brown

(Name of Contact Person)

at (904)

598-6136

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☒ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
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
HARBOR WALK, INC., a Florida corporation**

**into
HARBORWALK, LLC, a Florida limited liability company**

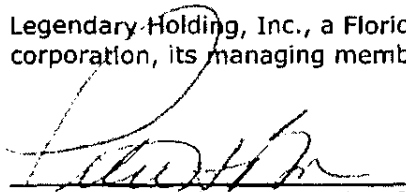
This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Florida Statutes Section 608.439 of the Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is HarborWalk, Inc.
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on March 10, 1992.
3. The jurisdiction of the "Other Business Entity" has not changed.
4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is HarborWalk, LLC, a Florida limited liability company.
5. The effective date of this Certificate of Conversion is May 27, 2009.

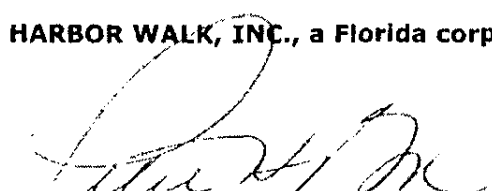
Signed this 26th day of May, 2009.

**HARBORWALK, LLC, a Florida limited liability
company**

By: Legendary Holding, Inc., a Florida
corporation, its managing member


Peter H. Bos, Chairman and CEO

HARBOR WALK, INC., a Florida corporation


Peter H. Bos, Chairman and CEO

09 MAY 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLES OF ORGANIZATION

OF

HARBORWALK, LLC

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is HARBORWALK, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal place of business of the Company is:

4100 Legendary Drive, Suite 200
Destin, Florida 32541

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 4100 Legendary Drive, Suite 200, Destin, Florida 32541. The name of the initial Registered Agent of this Corporation at the above address shall be Mitchell W. Legler.

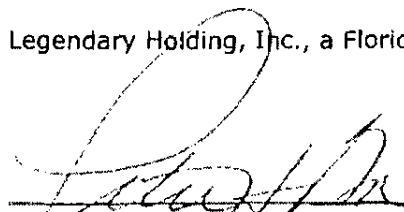
**ARTICLE IV
MANAGEMENT**

The Company is to be managed by the manager and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 26th day of May, 2009.

MEMBER:

Legendary Holding, Inc., a Florida corporation


Peter H. Bos, Chairman and CEO

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TALLAHASSEE FLORIDA
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