

LO9000064170

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

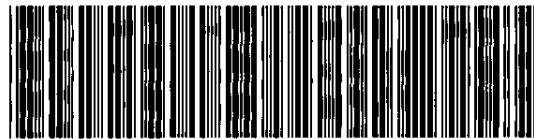
Special Instructions to Filing Officer:

W09000028300

Office Use Only

EFFECTIVE DATE

7/1/09



000156031520

06/16/09--01075--024 **77.50

07/02/09--01007--003 **102.50

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09 JUL - 1 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JUL 02 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Cracker Trail Groves, LLP
(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:

Gregory P. Nelson
(Contact Person)

Bernard A. Egan Groves, Inc.
(Firm/Company)

1900 Old Dixie Highway
(Address)

Fort Pierce, FL 34946
(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Gregory P. Nelson at (772) 465-7555
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input checked="" type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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

Cracker Trail Groves
1900 Old Dixie Highway
Fort Pierce, Florida 34946
(772) 465-7555 or (772) 460-5012

June 29, 2009

Deborah Bruce
Regulatory Specialist II
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Cracker Trail Groves, LLC
Ref. Number W090000278300

Dear Ms. Bruce:

Please find enclosed the following:

1. Copy of Letter Number: 209A00020654.
2. Cover Letter requesting the conversion of Cracker Trail Groves LLP to an LLC.
3. Signed Certificate of Conversion to a Florida Limited Liability Company .
4. Articles of Organization of Cracker Trail Groves, LLC.
5. A check in the amount of \$102.50 representing the balance of our Filing Fees and Certified Copy.

If you need any additional information to complete the conversion, please contact us immediately.

Sincerely,



Allyson A. Frantz
Administrative Assistant

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 17, 2009

GREGORY P. NELSON
BERNARD A. EGAN GROVES, INC.
1900 OLD DIXIE HIGHWAY
FORT PIERCE, FL 34946

SUBJECT: CRACKER TRAIL GROVES, LLC
Ref. Number: W09000028300

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TALLAHASSEE, FLORIDA

We have received your document for CRACKER TRAIL GROVES, LLC and your check(s) totaling \$77.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to file the Certificate of Conversion and Articles of Organization total \$150.00 (\$25 filing fee for the Certificate of Conversion, \$100 filing fee for the Articles of Organization, and \$25 for the Registered Agent Designation). Enclose an additional \$30 for each certified copy requested and an additional \$5 for each certificate of status requested.

There is a balance due of \$72.50.

We are enclosing the proper form(s) with instructions for your convenience.

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 209A00020564

**CERTIFICATE OF CONVERSION
TO A
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company.

FIRST: The name of the unincorporated business, a Florida limited liability partnership, immediately prior to the effective date of this document is "CRACKER TRAIL GROVES, LLP."

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

Date: April 1, 1989
Jurisdiction: Florida

THIRD: The name of the limited liability company as set forth in the attached Articles of Organization is "CRACKER TRAIL GROVES, LLC."

FOURTH: The conversion effected by this certificate, as well as the Articles of Organization or operating agreement of the limited liability company, have been approved by the converted entity in the manner provided by the agreement of the converted entity governing the internal affairs of the converted entity and the conduct of its business, or by applicable law, as appropriate.

FIFTH: The certificate is executed by both the converted entity and by a member of the limited liability company.

SIXTH: The effective date for this conversion shall be July 1, 2009

[Signature Page Follows]

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE 7/1/09

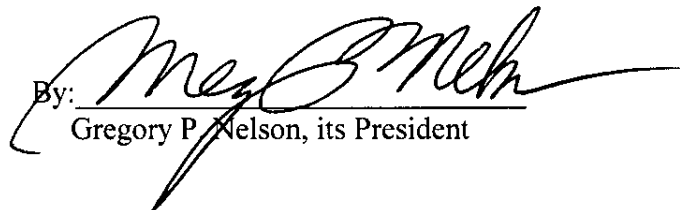
In accordance with Section 608.408(3), Florida Statutes, the execution of this Certificate of Conversion constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Date: June 11, 2009

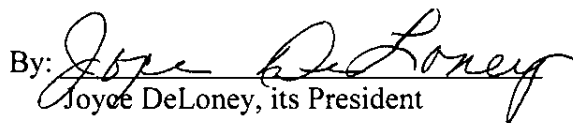
CONVERTED ENTITY

CRACKER TRAIL GROVES, LLP
a Florida limited liability partnership

By: Bernard A. Egan Groves, Inc.,
a Florida corporation
Its Partner

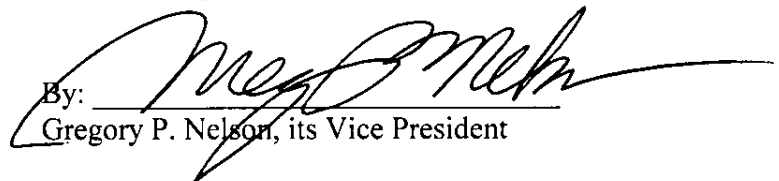
By: 
Gregory P. Nelson, its President

By: B.E. Alderman Ranch, Inc.
a Florida corporation
Its Partner

By: 
Joyce DeLoney, its President

**MEMBERS OF LIMITED LIABILITY
COMPANY**

BERNARD A. EGAN GROVES, INC.
a Florida corporation

By: 
Gregory P. Nelson, its Vice President

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**ARTICLES OF ORGANIZATION
OF
CRACKER TRAIL GROVES, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is **CRACKER TRAIL GROVES, LLC** (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 1900 Old Dixie Highway, Fort Pierce, Florida 34946.

ARTICLE III - Registered Agent and Office

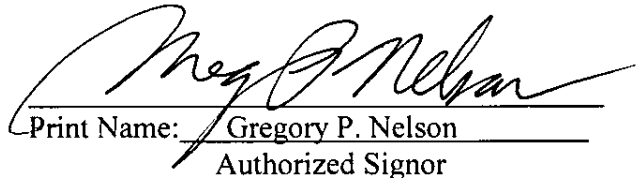
The street address of the Company's initial registered office is 1900 Old Dixie Highway, Fort Pierce, Florida 34946, and the name of its initial registered agent at such office is Richard M. Carnell, Jr.

ARTICLE IV - Management

The Company is to be managed by its members and is therefore a member-managed company.

ARTICLE V - Effective Dates

The effective date for these Articles of Organization shall be July 1, 2009.


Print Name: Gregory P. Nelson
Authorized Signor

Date: June 11, 2009

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.



Richard M. Carnell, Jr.

Date: June 11, 2009

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.

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