

LO9000103559

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entry Name)

(Document Number)

Certified Copies _____ Certificates of Status: _____

Special Instructions to Filing Officer:

Office Use Only



000162126490

10/26/09--01045--007 **180.00

FILED
09 OCT 26 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

OCT 27 2009

EXAMINER



October 23, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TRIPP SCOTT, PA

SUBJECT: NORTH BROWARD ACADEMY AT RED APPLE, LLC
REF: W09000047313

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A Certificate of Conversion cannot be filed electronically. You must submit the certificate of conversion and the articles by mail.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
Registration/Qualification Section

FAX Aud. #: H09000225582
Letter Number: 509A00033817

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NORTH BROWARD ACADEMY AT RED APPLE, 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:

SUE DEVERSON, CP, FRP
(Contact Person)

TRIPP SCOTT, P.A.
(Firm/Company)

110 SE 6th ST 15th FL
(Address)

FORT LAUDERDALE, FL 33301
(City, State and Zip Code)

For further information concerning this matter, please call:

SUE DEVERSON, CP, FRP at (954) 627-3813
(Name of Contact Person) (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

1109000225582

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

FILED
09 OCT 28 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

NORTH BROWARD ACADEMY AT RED APPLE, LLLP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability limited partnership A05-882.

(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA

(Enter state, or if a non-U.S. entity, the name of the country)

on MAY 4, 2005

(Enter date "Other Business Entity" was first organized, formed or incorporated)

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:

N/A

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

NORTH BROWARD ACADEMY AT RED APPLE, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____.

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

1109000225582

H09000225582

Signed this 21st day of October 2009

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: _____
Printed Name: EDWARD J. POZZUOLI Title: Authorized Representative

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: _____
Printed Name: Jonathan K. Hage Title: Managing Member of General Partner, North Broward Academy at Red Apple GP, LLC

Signature: _____
Printed Name: Jonathan K. Hage Title: Trustee of RR Charter Trust, Managing Member of General Partner, North Broward Academy at Red Apple GP, LLC

Signature: _____
Printed Name: Edward J. Pozzuoli Title: Trustee of RR Charter Trust, Managing Member of General Partner, North Broward Academy at Red Apple GP, LLC

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

H09000225582

FILED
09 OCT 28 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#09000225562

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

NORTH BROWARD ACADEMY AT RED APPLE, LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

6245 N Federal Hwy 5th Floor
FORT LAUDERDALE, FL 33308

Mailing Address:

Same as Principal Address

FILED
09 OCT 23 09 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

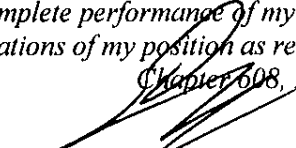
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Edward J. Pozzuoli, Esq.
Name
Tripp Scott, P.A., 110 SE 6th St., 15th Floor
Florida street address (P.O. Box **NOT** acceptable)
Fort Lauderdale FL 33301
City, State, and Zip

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.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

#09000225582

H09000225582

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM _____

RED APPLE DEVELOPMENT, LLC _____

6245 N Federal Hwy 5th FL _____

Fort Lauderdale, FL 33308 _____

(Use attachment if necessary)

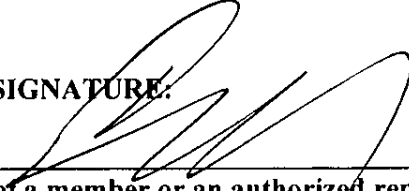
FILED
09 OCT 28 PM 11:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE V: Effective date, if other than the date of filing: _____

(OPTIONAL)

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a 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.)

EDWARD J. POZZUOLI, AUTHORIZED REPRESENTATIVE

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

H09000225582

#109000225582

CONSENT TO USE OF NAME

We, the managing members of North Broward Academy at Red Apple GP, LLC, a Florida limited liability company (the "Company"), the general partner of North Broward Academy at Red Apple, LLLP, a Florida limited liability limited partnership (the "LLLPL"), for an on behalf of the Company and the LLLP, consent to allow the name North Broward Academy at Red Apple to be used by NORTH BROWARD ACADEMY AT RED APPLE, LLC, a Florida limited liability company (the "LLC"), for use as a domestic limited liability company in Florida, and for the conversion of the LLLP to a LLC.

Dated: October 21, 2009

**NORTH BROWARD ACADEMY AT
RED APPLE GP, LLC, general partner
NORTH BROWARD ACADEMY AT
RED APPLE, LLLP**

In the presence of:

Sharon Gerrard
Printed Name: Sharon Gerrard

By: [Signature]
Name: Jonathan K. Hage
Title: Managing Member

and

Sharon Gerrard
Printed Name: Sharon Gerrard

**RR CHARTER TRUST, Managing
Member**

By: [Signature]
Name: Jonathan K. Hage
Title: Trustee

and

By: [Signature]
Name: Edward J. Pozzuoli
Title: Trustee

FILED
OCT 28 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA