

LU9000120737

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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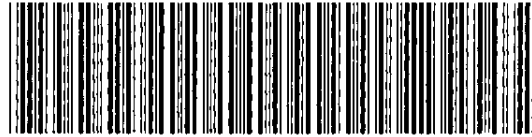
(Business Entity Name)

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EFFECTIVE DATE 12/30/09

B. KOHR

DEC 21 2009

EXAMINER



CORPORATION SERVICE COMPANY

EFFECTIVE DATE 12/30/09

ACCOUNT NO. : I20000000195

REFERENCE : 225700 4352702

AUTHORIZATION :

COST LIMIT : \$ 185.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ORDER DATE : December 18, 2009

ORDER TIME : 3:40 PM

ORDER NO. : 225700-020

CUSTOMER NO: 4352702

CONVERSION

\*\*PLS FILE LAST\*\*

NAME: NEAL COMMUNITIES LAND  
DEVELOPMENT, INC.

\*\* CONVERSION FROM CORP TO LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

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

EXAMINER'S INITIALS: \_\_\_\_\_

EFFECTIVE DATE 12/30/09

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 18 AM 11:01

**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: **NEAL COMMUNITIES LAND DEVELOPMENT, INC.** (the "Converting Entity").
2. The "Converting Entity" is a **Florida Corporation** first formed under the laws of the state of **Florida** on **September 22, 2004, Document No. P04000133036**, and the jurisdiction has not been changed.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **NEAL COMMUNITIES LAND DEVELOPMENT, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 607 and Chapter 608, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 607, Florida Statutes.
6. The Converted Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Chapter 607, Florida Statutes.
7. The effective date of Conversion to a Florida Limited Liability Company is **December 30, 2009 at 11:58 p.m.**

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 17<sup>th</sup> day of December 2009.

|  |   |
|--|---|
| <b>NEAL COMMUNITIES LAND DEVELOPMENT, INC.</b> , a Florida corporation<br>By: <u>[Signature]</u><br>Patrick K. Neal<br>Its President | <b>NEAL COMMUNITIES LAND DEVELOPMENT, LLC</b> , a Florida limited liability company<br>By: <u>[Signature]</u><br>Patrick K. Neal<br>Its Manager |
|--|---|

EFFECTIVE DATE 12/30/09

ARTICLES OF ORGANIZATION  
OF  
NEAL COMMUNITIES LAND DEVELOPMENT, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 18 AM 11:09

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:

Neal Communities Land Development, LLC

2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 8210 Lakewood Ranch Boulevard, Bradenton, Florida 34202.

3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is James R. Schier, 8210 Lakewood Ranch Boulevard, Bradenton, Florida 34202.

4. Existence. In accordance with F.S. § 608, the Company's existence shall begin at the date of the formation of the Converting Entity, which is: September 22, 2004. **The Conversion will be effective on December 30, 2009 at 11:58 p.m.**

5. Amendment. 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 17<sup>th</sup> day of December 2009 (the "Execution Date").

  
James R. Schier  
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.

  
James R. Schier  
As Registered Agent