

LU9000122675

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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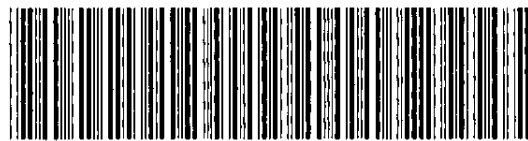
(Business Entity Name)

(Document Number)

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EXAMINER

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CORPORATION SERVICE COMPANY

EFFECTIVE DATE 12/31/09

ACCOUNT NO. : I20000000195  
REFERENCE : 233966 4352702  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 150.00

FILED  
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DIVISION OF CORPORATIONS  
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ORDER DATE : December 28, 2009  
ORDER TIME : 4:52 PM  
ORDER NO. : 233966-005  
CUSTOMER NO: 4352702

DOMESTIC AMENDMENT FILING

NAME: OYSTER BAY LANDING, INC.

EFFECTIVE DATE: 12/31/2009

XX ARTICLES OF CONVERSION  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

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

EFFECTIVE DATE 12/31/09

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**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: **OYSTER BAY LANDING, INC.** (the "Converting Entity"). 8/24
2. The "Converting Entity" is a **Florida Corporation** first formed under the laws of the state of **Florida** on **August 30, 2001**, Document No. **P01000086083**, and the jurisdiction has not been changed. The effective date of the formation was August 24, 2001.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **OYSTER BAY LANDING, 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 31, 2009 at 11:59:00 p.m.**

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 28 day of December 2009.

**OYSTER BAY LANDING, INC.,**  
a Florida corporation

**OYSTER BAY LANDING, LLC,**  
a Florida limited liability company

By:

Robert A. Morris, Jr.  
Robert A. Morris, Jr.  
Its President

By:

Robert A. Morris, Jr.  
Robert A. Morris, Jr.  
Its President

EFFECTIVE DATE 12/31/09

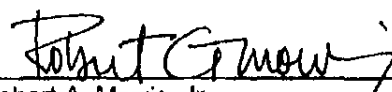
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ARTICLES OF ORGANIZATION  
OF  
OYSTER BAY LANDING, LLC

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: OYSTER BAY LANDING, LLC
2. Mailing Address and Street Address of Principal Office. The mailing address and street address of the principal office of the Company is 1921 Monte Carlo Drive, Unit 703, Sarasota, Florida 34231.
3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is William Seider, 200 South Orange Avenue, Sarasota, Florida 34236.
4. Existence. In accordance with F.S. § 608, the Company's existence shall begin effective at the date of the formation of the Converting Entity, which is August 30, 2001. **The Conversion will be effective on December 31, 2009 at 11:59 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 28 day of December 2009 (the "Execution Date").

  
Robert A. Morris, Jr.  
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 Seider