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(Requestor's Name)

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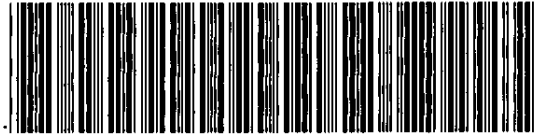
(Business Entity Name)

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B. KOHR
JAN 21 2010
EXAMINER

FILED
10 JAN 20 AM 9:15
SECRETARY OF STATE
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 256854 11405A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$240.00

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DIVISION OF CORPORATIONS
10 JAN 20 AM 9:15

ORDER DATE : January 20, 2010

ORDER TIME : 3:22 PM

ORDER NO. : 256854-005

CUSTOMER NO: 11405A

CONVERSION

NAME: TRI BEN GROVES, A FLORIDA
GENERAL PARTNERSHIP

-INTO-

TRI BEN GROVES, LLC

XX ARTICLES OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (THREE SETS) CERTIFIED COPY

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

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CERTIFICATE OF CONVERSION TO A
LIMITED LIABILITY COMPANY

This certificate of conversion, that has been executed in accordance with Section 620.8912, Florida Statutes (2009), and given to evidence the conversion of the Florida general partnership known as Tri Ben Groves, a Florida general partnership, to a domestic limited liability company, known as Tri Ben Groves, LLC, is being submitted in accordance with Section 620.8914, Florida Statutes.

First: The date on which and jurisdiction in which the entity being converted to a domestic limited liability company was first created, formed, or otherwise came into being and, if it has changed, its jurisdiction immediately prior to its conversion:

Date

Jurisdiction

June 1, 1983

Florida

The jurisdiction has not changed.

Second: The name of the entity being converted to a domestic limited liability company immediately prior to the filing of this certificate of conversion:

(SP970000) 420

Tri Ben Groves, a Florida general partnership

Third: The name of the limited liability company to which Tri Ben Groves, a Florida general partnership, is being converted, as set forth in the limited liability company's articles of organization filed with the Florida Department of State in accordance with Section 608.4081, Florida Statutes:

Tri Ben Groves, LLC

Fourth: The conversion is to be effective upon the filing of this certificate of conversion and the articles of organization.

IN WITNESS WHEREOF, this certificate of conversion has been executed by Patrick Bentley, Robert Bentley and Ray Bentley, as the general partners Tri Ben Groves, a Florida general partnership, and by Patrick Bentley, Robert Bentley and Ray Bentley, the members of Tri Ben Groves, LLC, this ____ day of January, 2010. The undersigned certify that the conversion evidenced by this certificate as well as the articles of

organization and the operating agreement for Tri Ben Groves, LLC, have been properly approved, as required by Section 608.439(8), Florida Statutes (2009). The undersigned also certify under penalties of perjury that the matters set forth herein are true in all material respects to the best of that person's knowledge, information, and belief.

Signed, sealed and delivered
the presence of:

Debra L. Cline
Print Name: Debra L. Cline

Marilyn J. O'Shea
Print Name: MARILYN J. O'SHEA

Debra L. Cline
Print Name: Debra L. Cline

Marilyn J. O'Shea
Print Name: MARILYN J. O'SHEA

Debra L. Cline
Print Name: Debra L. Cline

Marilyn J. O'Shea
Print Name: MARILYN J. O'SHEA

Signed, sealed and delivered
the presence of:

Debra L. Cline
Print Name: Debra L. Cline

Marilyn J. O'Shea
Print Name: MARILYN J. O'SHEA

THE CONVERTING ENTITY

Tri Ben Groves, a Florida a
Florida general partnership

By: Patrick Bentley
Patrick Bentley, Partner

By: Robert Bentley
Robert Bentley, Partner

By: Ray Bentley
Ray Bentley, Partner

THE LIMITED LIABILITY COMPANY

Tri Ben Groves, LLC, a Florida
limited liability company

By: Patrick T. Bentley
Patrick T. Bentley, a/k/a
Pat Bentley, Its Member

Debra L. Cline
Print Name: Debra L. Cline

MARILYN J. O'SHEA
Print Name: MARILYN J. O'SHEA

Debra L. Cline
Print Name: Debra L. Cline

MARILYN J. O'SHEA
Print Name: MARILYN J. O'SHEA

By: Robert W. Bentley
Robert W. Bentley, a/k/a
Robert Bentley, its Member

By: Raymond O. Bentley
Raymond O. Bentley, a/k/a
Ray Bentley, its Member

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**ARTICLES OF ORGANIZATION
FOR
TRI BEN GROVES, LLC,
a Florida Limited Liability Company**

The undersigned, desiring to form a professional limited liability company under and pursuant to Chapters 608, Florida Statutes, the Florida Limited Liability Company Act, and Chapter 621, do hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
Name**

The name of this Company shall be TRI BEN GROVES, LLC.

**ARTICLE II
Duration**

The term of existence of the Company shall be perpetual.

**ARTICLE III
Mailing and Street Address**

The mailing and street address of the Company is: P.O. Box 747, Winter Haven, Florida 33882, and 2600 Overlook Drive, Winter Haven, Florida, respectively.

**ARTICLE IV
Registered Agent and Office**

The name and street address of the initial registered agent and office for this Company are as follows: Debra L. Cline, 141 5th Street, Winter Haven, Florida, 33881.

**ARTICLE V
Admission of Additional Members;
Terms and Conditions of such Admissions**

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company and in accordance with applicable law.

**ARTICLE VI
Management of Company**

The Company is to be a member-managed company.

**ARTICLE VII
Amendment of Articles of Organization**

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

ARTICLE VIII
Transferability of Member's Interest

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Company and in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 19th day of January, 2010.

By: 

Patrick T. Bentley
P.O. Box 747
Winter Haven, FL 33882

By: 

Robert W. Bentley
P.O. Box 747
Winter Haven, FL 33882

By: 

Raymond O. Bentley
P.O. Box 747
Winter Haven, FL 33882

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated limited liability company, 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 in Chapter 608, Florida Statutes.


Debra L. Cline

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 19th day of January, 2010, by Debra L. Cline, who is personally known to me.




NOTARY PUBLIC

Print Name of Notary
My Commission Expires: