

L10000015974

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ MAIL

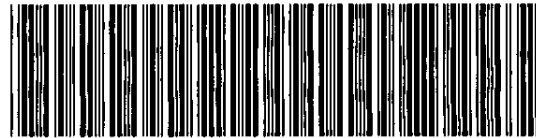
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**C. LEWIS**

MAY 29 2013

**EXAMINER**



**Wolters Kluwer**  
Corporate Legal Services

**CT Corporation**

515 East Park Avenue  
Tallahassee, FL 32301

850 222 1092 tel  
850 222 7615 fax  
[www.ctcorporation.com](http://www.ctcorporation.com)

May 28, 2013

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 8781189 SO  
Customer Reference 1: 049572-0009  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

MARGARITAVILLE HOLLYWOOD BEACH RESORT, LLC (FL)  
Conversion  
Florida

MARGARITAVILLE HOLLYWOOD BEACH RESORT, L.P. (DE)  
Registration  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan  
Senior Fulfillment Specialist  
[Connie.Bryan@wolterskluwer.com](mailto:Connie.Bryan@wolterskluwer.com)

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13 MAY 28 AM 9:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 608.4403, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Margaritaville Hollywood Beach Resort, LLC

L10000015974

Enter Name of Florida Limited Liability Company

2. The name of the "Other Business Entity" is:

Margaritaville Hollywood Beach Resort, L.P.

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a limited partnership  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, F.S., and the conversion complies with the statute or applicable law governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, F.S.

6. If applicable, the written consent of each member who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 608.4402(2), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: May 28, 2013

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8. This conversion shall be effective in Florida on: May 28, 2013 **13 MAY 28 AM 9:43**  
(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 of the conversion under the laws governing the "Other Business Entity".)

9. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is as follows:

3501 N. Ocean Drive

Hollywood, Florida 33019

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under ss. 608.4351-608.43595, F.S.

b.) Lists the following street and mailing address of an office the Florida Department of State may use for purposes of s. 48:181, F.S.

Street Address: C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

Mailing Address: C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43595, F.S.

Signed this 28 day of May, 20 13

Signature:   
Must be signed by a Member or Authorized Representative.

Printed Name:	<u>Lon Tabatchnick</u>	Title:	<u>Authorized person of Lojeta-Millennium Group, LLC, sole member of Lojeta-Millennium GP, LLC, general partner of MHBR JV, L.P., member of Margaritaville Hollywood Beach Resort, LLC and sole member of Margaritaville Hollywood Beach Resort GP, LLC, member of Margaritaville Hollywood Beach Resort, LLC</u>
<b>Fees:</b>	Filing Fee:	\$25.00	
	Certified Copy:	\$30.00 (Optional)	
	Certificate of Status:	\$5.00 (Optional)	