(Requestor's Name) (Address) (Address)	800163691028
(City/State/Zip/Phone #)	12/17/0901028019 **150.00
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pecial Instructions to Filing Officer: L. SELLERS FEB 1 7 2010 EXAMINER	
Office Use Only	FILED 10 JAN & PH 2: 2 SECRETARY OF STAT TALLAHASSEE.FLORI

## COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: Waterways Joint Venture V, LLC (Name of Resulting Florida Limited Company)

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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:

Richard Davenport

	(Contact Per	son)	_	
Waterways	JUINT	Venture	V.	LLC
	(Firm/Comp	any)		

15013 Summit Place Circle

(Address)

Naples, FL 34119

(City, State and Zip Code)

For further information concerning this matter, please call:

 Thomas O. Katz
 at (561) 910-5700

 (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 S180.00 Filing Feesand Certified Copy S185.00 Filing Fees, .... Certified Copy, and Certificate of Status

4

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



FLORIDA DEPARTMENT OF STATE Division of Corporations

December 18, 2009

RICHARD DAVENPORT 15013 SUMMIT PLACE CIRCLE NAPLES, FL 34119

SUBJECT: WATERWAYS JOINT VENTURE V, LLC Ref. Number: W09000054824

We have received your document for WATERWAYS JOINT VENTURE V, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a member or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

The certificate of conversion requires 2 signatures, one of a manager or managing member from the resulting LLC and one of a partner of the converting General Partnership.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers Regulatory Specialist II

Letter Number: 609A00038507

10 JAN -8 PH12:

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## Certificate of Conversion For <u>"Other Business Entity"</u> Into Florida Limited Liability Company

This Certificate of Conversion <u>and attached Articles of Organization</u> 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:

Waterways Joint Venture V

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a General Partnership

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

first organized, formed or incorporated under the laws of <u>Florida</u> (Enter state, or if a non-U.S. entity, the name of the country)

on 9/11/2003

(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:

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

Waterways Joint Venture V, 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; <u>AND</u> 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Page 1 of 2

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Signed this_	16 day of A	se.	2007.			
Signed uns_				1		
Signature of	Member or Authoriz	zed Represen	tative of Limited Li	ability Comman	<u>V:</u>	•
			m	l-l		
	Viember or Anthonized	i Representati	Tifle: Manager	9		
"Lutier Manie"	Richard Davenport	7				
Signature(s)	n behelf of Other Bu	iners Bulity:	[See below for requi	ired signature(s)	-]	
	VIMA.	Y.U.			-	
Signature: (	Brian Seligman for Brib		c Title President			
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Signature:	· · · · · · · · · · · · · · · · · · ·		·····		<u> </u>	
Printed Name:	Robert Miller for DESN	l, inc:	Title: President			
Signature:						
Printed Name:	Richard Davenport for G	Boodiand Holdi	me Title: Manager			
Signature:	Amnon Golan for Golan	Omen 11 A	Title: Manager		_	
Prince Name: /	Autor anian Ior Carlen					
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If Florida Corp						
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Dec 15 09 09:23a Robert Miller

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Signed this 16 day of Den	<u>20_&amp;}</u>
Signature of Member or Authorized Represe	ntative of Limited Liability Company:
Signature of Member or Authorized Represents	
Printed Name: Richard Davarport	Title: Menager/
Signature(s) on behalf of Other Business Entity	[See below for required signature(s).]
Signature:	·
Printed Name; Brian Seligman for Bribro Ventures,	Inc. Titler President
Signature:	
Printed Name: Robert Miller for DESN I. Inc.	Trile: President
Signature:	
Printed Name: Richard Davenport for Goodland Hol	ding Title: Manager
Sienature:	
Printed Name: Annon Golan for Golan Group LLC	Title: Manager
Signature:	
Printed Name:	
Printed Name	Title:
Printed Name	Title:
Printed Name:	Title:
Printed Name:	Title:
Printed Name: Signature: Printed Name: If Florida Corporation: Signature of Cheiman, Vice Chairman, Director, o	
Printed Name: Signature: <u>If Florida Corporation:</u> Signature of Casiman, Vice Chairman, Director, o if Directors or Officers have not been selected, an I	Title: Title: r Officer. incorporator must sign.
Printed Name: Signature: If Florida Corporation: Signature of Clasiman, Vice Chairman, Director, o if Directors or Officers have not been selected, an I if Florida General Partnership or Limited Liabi	Title: Title: r Officer. incorporator must sign.
Printed Name: Signature: Signature of Clasiman, Vice Chairman, Director, o if Directors or Officers have not been selected, an I if Florida General Partnership or Limited Lizbi Signature of one General Partner.	Title: Title: r Officer. incorporator must sign. <u>hty Partnershin:</u>
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·	Signed this 10 day of 4	20	
	Signature of Member or Authorized Represen	tative of Limited Liability Comm	niv:
	Signature of Member or Authorized Representati Printed Name: <u>Richard Devenport</u>	Title: Manager	
	Signature(s) on behalf of Other Business Entity:	- 7	(s).]
	Signature		
.*	Printed Name: Brian Selfomen for Bribro Ventures, In	c. Title: President	· · · · ·
•	Signature: Printed Name: Robert Miller for DESN I, inc.	Title: President	·····
	Signature: Mmf-6		
•	Printed Name: Richard Davenport for Goodland Hold	ner Title: Manager	
	Signature: Printed Name: Armon Golan for Golan Group LLC	Title: Manager	
	Signature:		
	Printed Name:	Title:	
	Signature:	Title:	
	If Florida Corporation:		
	Signature of Chaiman, Vice Chaiman, Director, or If Directors or Officers have not been selected, an In-	Officer. corpotator must sign.	
	If Florida General Partnership or Linnied Liabili	ty Parinership:	
	Signature of one General Partner.	,	
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	Signature of an authorized person. <u>Fees:</u> Certificate of Convension: Fees for Florida Articles of Organization: Certified Copy:	\$125.00	FIL JAN -8 CRETATE
	Signature of an authorized person. <u>Fees:</u> Certificate of Convension: Fees for Florida Articles of Organization: Certified Copy:	\$125.00 \$30.00 (Optional) \$5.00 (Optional)	
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			17 J 74 192 1
	ARTICLES OF UNGANIZATION FUR	FLORIDALIMITEDIJABILITY COM	
	The name of the Limited Lizbility (	company is:	
	Waterways Joint Venture	V, LLC F	
•	"LLC")	and and a more reason of a construction	
	ARTICLE II - Address: The mailing address and street addr Liability Company is;	ess of the principal office of the Limited	
•	Principal Office Address:	Mailing Address:	
	15012 Suronit Place Circle	B ·	
	individual or another business cutity with an active Blorida registration		
	The name and the Florida street add		}
	Richard Davenp	Name	
	Richard Davenp 15013 Summit F	Name	
	Richard Davenp 15013 Summit F	Name Name lace Circle dress (P.O. Box <u>NOT</u> acceptable) <u>FL. 34118</u>	
	Richard Davenp 15013 Summit F Florida street ad Naples	Name lace Circle dress (P.O. Box <u>NOT</u> acceptable) <u>PL. 34119</u> City, State, and Zip	
	Richard Davenp <u>15013 Summit F</u> Florida street ad <u>Naples</u> Having been named as registered a above stated limited liability compar hereby accept the appointment a capacity. I further agree to comply the proper and complete performant accept the obligations of my post	Name Place Circle Place Circle Place Circle PL 34118 City, State, and Zip gent and to accept service of process for the ty at the place designated in this certificate, I a registered agent and agree to act in this with the provisions of all statutes relating to uce of my duties, and I am familiar with and ion as registered agent agprovided for in	
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110/FEB/17/WED	11:56 KATZ BASKIES	FAX N₀. 561 910 5701	P. 009/00
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•		s) or Managing Member(s): ach Managar or Managing Member is as follows	ia M
	<u>Title:</u>	Name and Address:	
	"MOR" = Manager "MGRM" = Managing Mee	nber	
	MGR	Brian Bellomen	 
-		PO Box 728 Bradford, VT 05033	<u>b</u>
	MGR	Robert B. Miller	
·		3350 Bridie Path Lane Weston, FL 33331	£
	MGR	Amnon Golan	<b>P</b>
		<u>19111 Collins Avenue # 801</u> Sunny Isles Beach, FL 33160	0
	MGR	Richard Davenoort	<b>R</b>
		15013 Summit Place Circla Naplas, FL, 34119	
		(Use attachment if necessary)	
	ARTICLE V: Effective date, if other	than the date of filing:	.
		(OFTIONAL) tior to nor more than 90 days after the date th	
	-fac-effective-date-listed-in-the atta	partment of State; <u>AND</u> 2) must be the same ched-Gertificate-of-Conversion,-if-an-effecti	
	date is listed therein.)	,	
	REQUIRED SIGNATURE:	Di la	
	Signature of a member or	An authorized representative of a member.	
	-	n 608.408(3), Florida Statutes, the execution	-
¥	of this document constitute that the f	s an affirmation under the penalties of perjury acts stated herein are true.)	
	Richard De	or printed name of signes	TAS 10
		or printed name of signess	JAN
	Filing Fees:		
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	\$ 30.00 Certified Copy (O \$ 5.00 Certificate of Stati	ptional)	2: 2: 0RH
		age 2 of 2	
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