

L1000024382

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

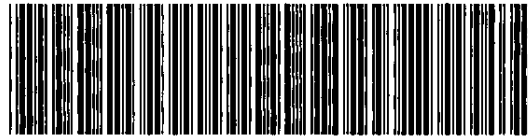
Special Instructions to Filing Officer:

L. SELLERS

SEP 29 2010

EXAMINER

Office Use Only



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09/27/10--01041--006 **25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 SEP 27 PM 12:48

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EKG General Partner, LLC
Name of Florida Limited Liability Company

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company into an "Other Business Entity" in accordance with s.608.403, F.S.

Please return all correspondence concerning this matter to:

Thomas O. Wells, Esq.

Contact Person

Thomas O. Wells, P.A.

Firm/Company

540 Biltmore Way.

Address

Coral Gables, FL 33134

City, State and Zip Code

Mechelle@twellsllaw.com

E-mail address: (to be used for future email report notification)

For further information concerning this matter, please call:

Thomas O. Wells

Name of Contact Person

at (305)

444-0016

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$20.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

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

CERTIFICATE OF CONVERSION

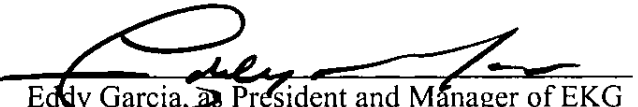
of
EKG General Partner, LLC, a Florida limited liability company,
into
EKG General Partner, LLC, a Delaware limited liability company

This Certificate of Conversion and the attached Certificate of Formation are submitted to convert EKG General Partner, LLC, a limited liability company organized under the laws of the State of Florida, into EKG General Partner, LLC, a limited liability company organized under the laws of the State of Delaware, in accordance with Section 608.4401, Florida Statutes, and Del. Code Ann. Tit. 6, § 18-214.

1. EKG General Partner, LLC, a Florida limited liability company organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida, was formed on February 25, 2010, under Document Number L10000021382 (the "Converted Entity").
2. The name of the Converted Entity immediately prior to the filing of this Certificate of Conversion is EKG General Partner, LLC.
3. The name of the Delaware limited liability company into which the Converted Entity will be converted is EKG General Partner, LLC, a Delaware limited liability company (the "Resulting Entity"). The Certificate of Formation for the Resulting Entity filed with the Delaware Secretary of State is attached.
4. The conversion of the Converted Entity into the Resulting Entity is in compliance with the Florida Limited Liability Company Act, Chapter 608.
5. The conversion of the Converted Entity into the Resulting Entity was approved by all of the members and managers of the Converted Entity in accordance with Section 608.4402, Florida Statutes.
6. The address of the principal office of Resulting Entity is 931 University Drive, Coral Gables, Florida 33134. The Federal employer identification number for the Resulting Entity will be 27-1994879 which is the same Federal employer identification number of the Converted Entity.
7. This Certificate of Conversion shall be effective upon its filing with the Florida Secretary of State.
8. The Resulting Entity shall pay any member of the Converted Entity having appraisal rights in an amount as set forth in Sections 608.4351 through 608.43595 of the Florida Limited Liability Company Act.

FILED
10 SEP 27 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 20th day of September, 2010.


Eddy Garcia, as President and Manager of EKG
General Partner, LLC, a Florida limited liability
company, and as President and Manager of EKG
General Partner, LLC, a Delaware limited liability
company

CERTIFICATE OF FORMATION
of
EKG General Partner, LLC
(a Delaware limited liability company)

1. The name of the limited liability company is EKG General Partner, LLC.
2. The address of its registered office in Delaware is 3500 S. Dupont Highway, Dover, Delaware 19901 (Kent).
The name of the registered agent of the company at such address is Incorporating Services, Ltd.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of EKG General Partner, LLC on this 20th day of September, 2010.

By: 

Print Name: EDDY GARCIA

Title: Authorized Person