

L10VVU132195

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

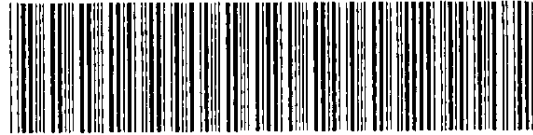
(Business Entity Name)

(Document Number)

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

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12/30/10--01003--013 \*\*185.00

RECEIVED  
10 DEC 29 PM 4:37  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 12/30/2010

FILED  
10 DEC 29 PM 4:43  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

B. KOHR

DEC 30 2010

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: RICKY SOTO

DATE: 12/29/2010

REF. #: 000321.139033

CORP. NAME: TT 164, LTD. converting to TT 164, LLC

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- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION            | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input checked="" type="checkbox"/> CERTIFICATE OF CONVERSION |   |  |
| <input type="checkbox"/> OTHER:                               |   |  |

STATE FEES PREPAID WITH CHECK# 53A32 FOR \$ 185.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- ☒ CERTIFIED COPY      ☒ CERTIFICATE OF GOOD STANDING      ☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF STATUS

Examiner's Initials

EFFECTIVE DATE 12/30/2010

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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 s. 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **TT 164, Ltd.**
2. The "Other Business Entity" is an exempted company limited by shares, first organized, formed or incorporated under the laws of the Cayman Islands, BWI on: **July 12, 2007**
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **TT 164, LLC**
4. The effective date of the conversion is: **December 30, 2010.**
5. The conversion is permitted by the applicable laws governing the other business entity and the conversion complies with such laws and the requirements of s. 608.439, F.S., in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 27 day of December, 2010.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.

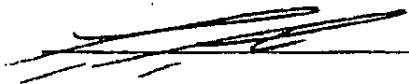
Signature of Member or Authorized Representative:

  
\_\_\_\_\_  
Printed Name: Terry Taylor  
Title: Member

**Signature on Behalf of Other Business Entity:**

**Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s. 817.155, F.S.**

**Signature of Authorized Person:**



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**Printed Name: Terry Taylor**

**Title: Director**

EFFECTIVE DATE 12/30/2010

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**ARTICLES OF ORGANIZATION  
OF  
TT 164, LLC  
(A Florida Limited Liability Company)**

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") is: TT 164, LLC

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company are: 505 S. Flagler Drive, Suite 700, West Palm Beach, Florida 33401.

**ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Company's initial registered agent are:

Nancy Cera  
505 S. Flagler Drive, Suite 700  
West Palm Beach, Florida 33401

**ARTICLE IV  
MANAGER**

The name and address of the Manager are as follows:

**Title:**  
MGRM

**Name and Address:**  
Terry Taylor  
505 S. Flagler Drive, Suite 700  
West Palm Beach, Florida 33401

**ARTICLE V  
EFFECTIVE DATE**

The effective date of these Articles of Organization is December 30, 2010.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 29 day of December, 2010.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

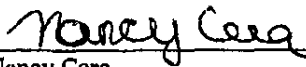
  
\_\_\_\_\_  
Terry Taylor, Member

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **TT 164, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, 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 for in Chapter 708, F.S.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Acceptance this 21<sup>st</sup> day of December, 2010.

  
\_\_\_\_\_  
Nancy Cera