

L11000090898

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

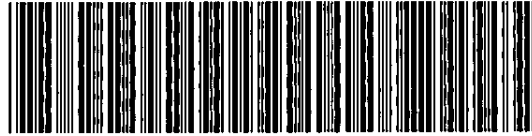
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 872295 81093A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 155.00

FILED
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DIVISION OF CORPORATIONS
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ORDER DATE : August 8, 2011
ORDER TIME : 10:33 AM
ORDER NO. : 872295-025
CUSTOMER NO: 81093A

DOMESTIC FILING

NAME: BAYSHORE-FISHER, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Milnes - EXT. 2920

EXAMINER'S INITIALS: _____

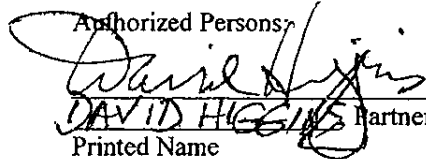
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**CERTIFICATE OF CONVERSION FOR
OTHER BUSINESS ENTITY INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted pursuant to F.S. 608.439, which permits conversion of "other business entities" into Florida limited liability companies; and pursuant to F.S. 620.8914, which permits a conversion of a Florida partnership into an "other organization".

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: "BAYSHORE - FISHER PARTNERSHIP, a Florida general partnership".
2. The "Other Business Entity" to wit, BAYSHORE - FISHER PARTNERSHIP, is a Florida general partnership first organized under the laws of the State of Florida on May 29, 1987.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is "BAYSHORE - FISHER, LLC, a Florida limited liability company".
4. The plan of conversion was approved by the converting Florida Partnership in accordance with Chapter 620, F.S., and in compliance with the governing Agreement of said Partnership.
5. This conversion shall be effective on the date of filing with the Florida Department of State, Division of Corporations.
6. The above and foregoing Certificate is executed for the purposes stated herein and the statements contained herein are true and correct.

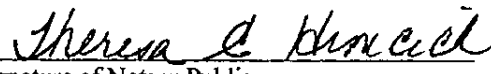
Executed this 17 day of JUNE, 2011.

Authorized Persons

 DAVID HIGGINS Partner
 Printed Name

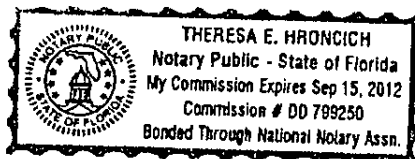
State of Florida

County of Lee

Execution of the foregoing Certificate, was acknowledged before me this 17 day of June, 2011, by DAVID HIGGINS as Partner of Bayshore - Fisher Partnership, a Florida General Partnership, who is () personally known to me or who has (X) produced FLDL as identification.


 Signature of Notary Public
 Theresa E. Hroncich
 Printed Name of Notary Public

Commission Number: DD 799250
Commission Exp. Date: 9-15-12



Paul S DeCarlo, Jr.
PAUL S DeCARLO, JR., Partner
Printed Name


State of Florida

County of Lee

Execution of the foregoing Certificate was acknowledged before me this 21st day of JUNE, 2011, by Paul S. DeCarlo Jr. as Partner of Bayshore - Fisher Partnership, a Florida General Partnership, who is () personally known to me or who has () produced _____ as identification.

Mary Lynn Weber
Signature of Notary Public
Mary Lynn Weber
Printed Name of Notary Public

Commission Number:
Commission Exp. Date:

NOTARY PUBLIC-STATE OF FLORIDA
 Mary Lynn Weber
Commission # DD766510
Expires: JUNE 11, 2012
BONDED THRU ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
OF
BAYSHORE - FISHER, LLC
(Manager Managed)

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of the Limited Liability Company shall be BAYSHORE - FISHER, LLC ("Company"). The mailing address and the street address of the principal office of the Company is: 3949 Evans Avenue, Suite 302, Fort Myers, Florida 33901.

ARTICLE II
DURATION

The Company shall commence its existence upon the filing of these Articles of Organization, and its existence shall be perpetual unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III
PURPOSES AND POWERS

The general purpose for which the Company is organized is acquire, own, hold, develop, lease, entitle, encumber, and sell real property, and to conduct other activities incident to same. The Company shall also be authorized to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

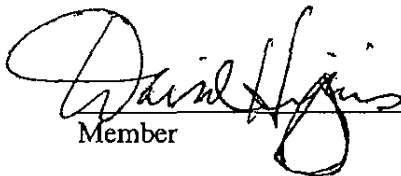
ARTICLE IV
REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is: Karl T. Lippek, 12984 Beacon Cove Lane, Fort Myers, Florida 33919.

ARTICLE V
MANAGEMENT

The Company shall be managed by a Manager in accordance with the Operating Agreement adopted from time to time by the members for the management of the business and affairs of the Company. Such Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization.


IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Fort Myers, Florida, for the foregoing uses and purposes this 17 day of June, 2011.


Member

STATE OF FLORIDA

COUNTY OF LEE

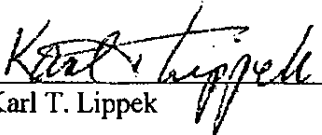
The foregoing instrument was acknowledged before me this 17 day of June, 2011, by DAVID HIGGINS, who () is personally known to me or () has produced FCID as identification.


Notary Public
Theresa E Hroncick
Printed Notary Signature

Comm. Expires
Comm. No.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for BAYSHORE - FISHER, LLC, at the place designated herein, 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. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.


Karl T. Lippek

Date: 6/27/11