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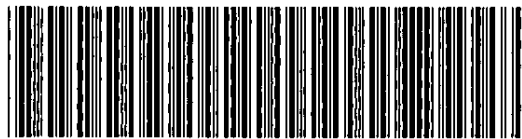
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EXAMINER



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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 913841 7457745

AUTHORIZATION

COST LIMIT : \$ 180.00

FILED STATE
SECRETARY OF CORPORATIONS
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ORDER DATE : September 16, 2011

ORDER TIME : 10:52 AM

ORDER NO. : 913841-005

CUSTOMER NO: 7457745

CONVERSION

NAME: MAX KING REALTY, LTD
--INTO--

MAX KING REALTY, LLC

XX CONVERSION + ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: _____

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED PARTNERSHIP
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and the attached Articles of Organization are submitted to convert the following Florida Limited Partnership into a Florida Limited Liability Company in accordance with s. 620.2104 and 608.439, Florida Statutes.

1. The name of the Florida Limited Partnership converting into the Florida limited Liability Company is: MAX KING REALTY, LTD.
2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: MAX KING REALTY, LLC
3. The Florida Limited Partnership was first organized, formed or incorporated under the laws of Florida on December 31, 2001, and assigned Entity Number A02000000024.
4. The plan of conversion was approved by the converting Florida Limited Partnership as required by s. 620.2103, Florida Statutes.
5. The converting Florida Limited Partnership hereby converts into a Florida Limited Liability Company in compliance with Chapter 608, Florida Statutes.
6. This conversion shall be effective on the date this Certificate of Conversion is filed with the Florida Department of State.

Signed this 16th day of September, 2011.

MAX KING REALTY, LTD.

A Florida limited partnership

By: Max King, LLC, General Partner

By: 

Brett M. Kingstone, Manager

MAX KING REALTY, LLC,

A Florida limited liability company

By: 

Brett M. Kingstone, Manager

**ARTICLES OF ORGANIZATION
OF
MAX KING REALTY, LLC
A Florida Limited Liability Company**

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**ARTICLE I
NAME**

The name of this limited liability company is MAX KING REALTY, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company are as follows:

8240 Exchange Drive
Suite Cloud 9
Orlando, FL 32809

**ARTICLE III
COMMENCEMENT OF COMPANY'S EXISTENCE**

In accordance with Section 608.439(4), Florida Statutes, the Company existence shall be deemed to have commenced on December 31, 2001, and it shall have perpetual existence.

**ARTICLE IV
REGISTERED AGENT**

The address of the initial Registered Office and the Registered Agent at such address are as follows:

William R. Lowman, Jr., Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, FL 32801

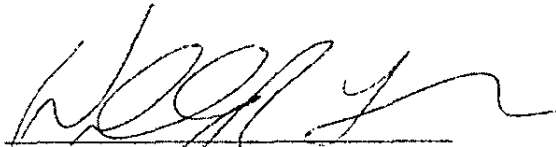
**ARTICLE V
MANAGEMENT**

The Company is to be a manager-managed company. A manager may receive compensation for his or its services. The name and address of the initial manager are as follows:

Brett M. Kingstone
8240 Exchange Drive
Suite Cloud 9
Orlando, FL 32809

**ARTICLE VI
APPLICABLE LAW**

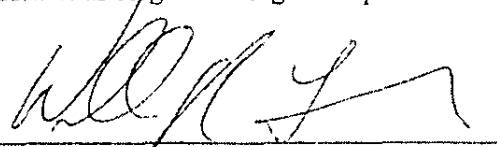
The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.


William R. Lowman, Jr., Esq., as
Authorized Representative

**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement of acceptance of his designation as Registered Agent for the Company:

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 608 of the Florida Statutes.


William R. Lowman, Jr., Esq.