

L12000004605

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W11-5865

A. LUNT

JAN 10 2011

EXAMINER

Office Use Only



500214356285

500214356285
11/22/11--01018--010 **155.00

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 23, 2011

MCCARTHY, SUMMERS, BOBKO, WOOD, NORMAN, BASS & TAYLOR P
2400 S.E. FEDERAL HIGHWAY
FURTH FLOOR
STUART, FL 34994

SUBJECT: KNIGHT REALTY PARTNERS, LLC.
Ref. Number: W11000059365

We have received your document for KNIGHT REALTY PARTNERS, LLC. your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The converting Florida entity must be active on our records.

We are enclosing the proper form(s) with instructions for your convenience.

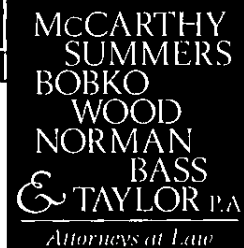
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 711A00026505

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FLORIDA
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November 21, 2011

VIA FEDEX

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Partnership conversion to Limited Liability Company

Dear Clerk:

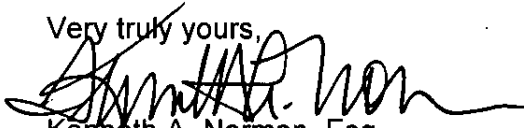
Enclosed are the following:

1. Certificate of Conversion for "Other Business Entity" Into Florida Limited Liability Company for Knight Realty Partnership.
2. Articles of Organization for Knight Realty Partners, LLC.
3. Check in the amount of \$155.00, representing \$25.00 conversion fee, \$125.00 limited liability fee and \$5.00 for certified copy for limited liability company.
4. Self-addressed, stamped envelope.

Please file the conversion in the Division of Corporation records.

If you have any questions, or need additional information, please call.

Very truly yours,


Kenneth A. Norman, Esq.
Email: KAN@McCarthySummers.com
KAN/klm
Enclosures

cc: Stephen C. Page, Esq. (w/o enclosures)

Terence P. McCarthy *
Robert P. Summers *
Noel A. Bobko
Steven J. Wood **
Kenneth A. Norman
Kathryn C. Bass
Patricia I. Taylor

2012 JAN - 6 PM 4:30
RECEIVED
TALLAHASSEE, FLORIDA
Rene S. Iosco
Owen Schultz
Michael J. McNicholas ***
Margaret E. Wood
*Board Certified
Real Estate Lawyer
**Board Certified Wills,
& Estates Lawyer
***Certified Circuit
Civil Mediator

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

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TALLAHASSEE, FLORIDA

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 §608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is KNIGHT REALTY PARTNERSHIP.
2. The "Other Business Entity" is a general partnership first organized, formed or incorporated under the laws of Florida on December 22, 1995.
3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization** is KNIGHT REALTY PARTNERS, LLC.
4. The above referenced Florida Partnership has converted into an "Other Organization" in compliance with Chapter 620, Florida Statutes, and the conversion complies with the applicable laws governing the "Other Organization."
5. The plan of conversation was approved by the converting Florida Partnership in accordance with Chapter 620, Florida Statutes, and as required by the governing law of the "Other Organization."
6. This conversion was effective under the laws governing the "Other Organization" on November 21, 2011.

Signed this 12th day of October, 2011.

Signature of Member or Authorized Representative of Limited Liability Company:

KNIGHT REALTY PARTNERS, LLC

By: Carla Page Kearns
CARLA PAGE KEARNS, Manager

Signatures on behalf of Other Business Entity:

KNIGHT REALTY PARTNERSHIP

By: CARLA PAGE KEARNS, Partner

By: NOELLE M. PAGE, Partner

By: STEPHEN C. PAGE, JR., Partner

By: CHARLIE K. PAGE, Partner

By: JUDY KNIGHT, Partner

By: JUDY KNIGHT, as Custodian for
Wesley Groover, Partner

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TALLAHASSEE, FLORIDA

Signatures on behalf of Other Business Entity:

KNIGHT REALTY PARTNERSHIP

By: Carla Page Kearns
CARLA PAGE KEARNS, Partner

By: Noelle M. Page
NOELLE M. PAGE, Partner

By: Stephen C. Page, Jr.
STEPHEN C. PAGE, JR., Partner

By: Charlie K. Page
CHARLIE K. PAGE, Partner

By: Judy Knight
JUDY KNIGHT, Partner

By: Judy Knight
JUDY KNIGHT, as Custodian for
Wesley Groover, Partner

2012 JAN -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signatures on behalf of Other Business Entity:

KNIGHT REALTY PARTNERSHIP

By: Carla Page Kearns
CARLA PAGE KEARNS, Partner

By: Noelle M. Page
NOELLE M. PAGE, Partner

By: _____
STEPHEN C. PAGE, JR., Partner

By: Charlie K. Page
CHARLIE K. PAGE, Partner

By: Judy Knight
JUDY KNIGHT, Partner

By: Judy Knight
JUDY KNIGHT, as Custodian for
Wesley Groover, Partner

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

KNIGHT REALTY PARTNERS, LLC

ARTICLE II - Duration:

The effective date of this company shall be November 21, 2011 .

The period of duration for the Limited Liability Company shall:

Continue until December 31, 2061, unless sooner terminated by operation of law or in accordance with the Regulations of the Limited Liability Company, or as reestablished after such primary term for such additional period as is determined by the Members.

ARTICLE III - Address:

The mailing address of the principal office of the Limited Liability Company is:

2467 NE Palmer Street, Jensen Beach, Florida 34957

The street address of the principal office of the Limited Liability Company is:

2467 NE Palmer Street, Jensen Beach, Florida 34957

ARTICLE IV - Registered Agent/Address

The name and address of the registered agent is:

Stephen C. Page
1000 SE Monterey Commons Blvd., Suite 306
Stuart, FL 34996

ARTICLE V - Additional Members

Additional Members may be admitted to the Limited Liability Company upon the majority vote of the Limited Liability Company's members with each Member and co-tenant of a Member having one vote, regardless of the Percentage Interest owned by each Member.

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ARTICLE VI - Continuation of Business

Upon the withdrawal of a Member, the remaining members owning at least sixty-six and two-thirds percent (66 2/3rd%) of the interests in the Limited Liability Company then owned by all remaining Members (by written consent of each of such Members) may elect to continue the business.

ARTICLE VII - Management:

The Limited Liability Company is to be managed by a Manager and is therefore a manager-managed company. The name and address of the initial Manager is:

Carla Page Kearns
2467 NE Palmer Street
Jensen Beach, Florida 34957

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TALLAHASSEE, FLORIDA

Dated: Oct 12, 2011.

Carla Page Kearns
Carla Page Kearns, Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED
OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: KNIGHT REALTY PARTNERS, LLC
2. The name and address of the registered agent and office is:

Stephen C. Page
(Name)

1000 SE Monterey Commons Blvd., Suite 306
(P.O. Box not acceptable)

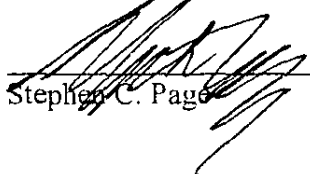
Stuart, FL 34996
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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, Stephen C. Page hereby accepts the appointment as registered agent and agrees to act in this capacity. Stephen C. Page further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of its position as registered agent.

Dated: Sept 21, 2011.

REGISTERED AGENT:



Stephen C. Page

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