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12 FEB 15 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.**

ATTORNEYS AT LAW

ONE INDEPENDENT DRIVE, SUITE 2301

**JACKSONVILLE, FLORIDA 32202-5059**

EDWARD C. AKEL  
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DANIEL D. AKEL  
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JOHN R. STIEFEL, JR.  
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January 30, 2012

Department of State  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: 3939 PBB, LLP

Gentlemen:

Enclosed are an original and one copy of Certificate of Conversion for Florida Partnership into Other Organization for the referenced partnership. Please file the original and return a stamped copy to me. Our check in the amount of \$25.00 is enclosed to cover your fees.

If you have any questions concerning the enclosed, please call me.

Sincerely,



KATHLEEN HOLBROOK COLD

KHC/lh  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 1, 2012

KATHLEEN HOLBROOK COLD  
ONE INDEPENDENT DRIVE, STE. 2301  
JACKSONVILLE, FL 32202-5059

SUBJECT: 3939 PBB, LLC  
Ref. Number: W12000006169

We have received your document for 3939 PBB, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

There is a balance due of \$125.00.

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) 245-6967.

Leslie Sellers  
Regulatory Specialist II

Letter Number: 912A00003658

**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:

3939 PBB, LLP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability partnership

(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on 01/03/2002

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

3939 PBB, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

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TALLAHASSEE, FLORIDA

Signed this 9th day of February 2012.

**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: John S Mitchell

Printed Name: John S. Mitchell

Title: Member

**Signature(s) on behalf of Other Business Entity:** Individual(s) signing affirm(s) 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. [See below for required signature(s).]

Signature: John S Mitchell

Printed Name: John S. Mitchell

Title: Partner

Signature: Craig C Mitchell

Printed Name: Craig C. Mitchell

Title: Partner

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION  
OF  
3939 PBB, LLC

The undersigned, who intends to form and create a Limited Liability Company, as defined in Chapter 608 of the Florida Statutes, does hereby state and certify the following:

1. Name. The name of the Limited Liability Company shall be 3939 PBB, LLC.

2. Duration of Company. The company shall have perpetual duration.

3. Principal Office. The mailing address and street address of the principal office of the Limited Liability Company is 3939 Palm Beach Boulevard, Fort Myers, Florida 33916

4. Registered Agent and Office. The name and street address of the Limited Liability Company's initial registered agent are Kathleen Holbrook Cold, Suite 2301, One Independent Drive, Jacksonville, Florida 32202.

5. Purpose of Company. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

6. Members. The Members of the limited liability company are John S. Mitchell and Craig C. Mitchell. The members may admit additional members on such terms and at such times as may be agreeable to the existing members and the additional members to be admitted.

7. Continuation of Business. The remaining members of the Limited Liability Company have the right to continue the business of the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

8. Management.

(a) The Limited Liability Company shall be managed by one manager. The name and address of the person who is to serve as manager until the first annual meeting of members and until his successor or successors are elected and duly qualified

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12 FEB 15 2013  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Address</u>
John S. Mitchell	3939 Palm Beach Boulevard Fort Myers, Florida 33916

(b) Management of the limited liability company shall be vested in the manager or managers who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

9. The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

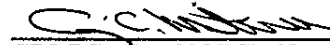
10. The Articles of Organization of this limited liability company may be amended in any manner permitted by Chapter 608, Florida Statutes.

11. The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers may be repealed or altered; new regulations may be adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not in consistent with law or the Articles of Organization.

12. No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers."

SIGNED AND DATED this 9th day of February, 2012.

  
JOHN S. MITCHELL  
Member

  
CRAIG C. MITCHELL  
Member

ACCEPTANCE BY RESIDENT AGENT

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company, 3939 PBB, LLC.

  
KATHLEEN HOLBROOK COLD