

L120001033 13

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

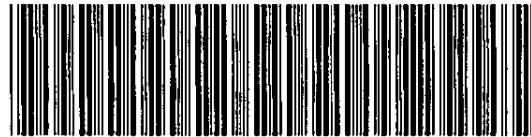
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/06/13--01038--001 **55.00

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2013 AUG 23 PM 12:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE 08/31/13



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 7, 2013

GUNSTER PRIVATE WEALTH SERVICES
ATTN: RITA M. BURDO
PHILLIPS PT, 777 S. FLAGLER DR STE 500 E
WEST PALM BEACH, FL 33401

SUBJECT: 12 MUIRFIELD DRIVE #12D, LLC
Ref. Number: L12000103313

We have received your document for 12 MUIRFIELD DRIVE #12D, LLC and your check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

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) 245-6051.

Deborah Bruce
Regulatory Specialist II

Letter Number: 213A00018944

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



GUNSTER
PRIVATE WEALTH SERVICES

Our File Number: 33199.1
Writer's E-Mail Address: RBurdo@Gunster.com
Writer's Direct Dial: 561-650-0703

August 22, 2013

FEDERAL EXPRESS

Division of Corporations
Attn: *Deborah Bruce, Regulatory Specialist II*
Florida Secretary of State
2661 Executive Center Circle
Tallahassee, FL 32301

Re: 12 Muirfield Drive #12D, LLC, a Florida limited liability company
Conversion to a Massachusetts limited liability company

Dear Deborah:

Thank you for your letter dated August 7, 2013 (Letter No. 213A0001894), a copy of which is enclosed, regarding the rejection of the Certificate of Conversion for 12 Muirfield Drive #12D, LLC, a Florida limited liability company, due to an issue with the effective date. The document has been corrected to reflect an August 31, 2013 effective date, and I enclosed herein the *original and one (1) copy* of the Certificate of Conversion.

You are in receipt of our firm's check in the amount of \$55 and our return FedEx envelope in which to return a certified copy.

Thank you for your continued assistance in this matter. If you have any additional questions or comments regarding this filing, *please call me* at 561-650-0703.

Very truly yours,

Rita M. Burdo, CP, FRP
Certified Paralegal

Enclosures

cc: Ms. Debra Kimmel, Co-Trustee/Manager (w/enc.)
Mrs. Abby Heller, Co-Trustee/Manager (w/enc.)
Mrs. Lisa Haft, Co-Trustee/Manager (w/enc.)
Mitchell D. Schepps, Esq. (w/enc.)

WPB_ACTIVE 5591277.1



GUNSTER
PRIVATE WEALTH SERVICES

Our File Number: 33199.1
Writer's E-Mail Address: RBurdo@Gunster.com
Writer's Direct Dial: 561-650-0703

August 5, 2013

FEDERAL EXPRESS

Division of Corporations
Florida Secretary of State
2661 Executive Center Circle
Tallahassee, FL 32301

Re: 12 Muirfield Drive #12D, LLC, a Florida limited liability company
Conversion to a Massachusetts limited liability company

Dear Sir or Madam:

In connection with the conversion of 12 Muirfield Drive #12D, LLC, a Florida limited liability company, to an "other business entity", enclosed please find the *originals and one (1) copy* of each of the Certificate of Conversion.

Also enclosed is our firm's check in the amount of \$55 and a return Federal envelope in which to return a certified copy.

Thank you for your assistance in this matter. If you have any questions or comments regarding this filing, please contact the undersigned at 561-650-0703.

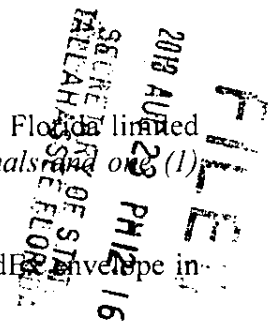
Very truly yours,

Rita M. Burdo, CP, FRP
Certified Paralegal

Enclosures

cc: Ms. Debra Kimmel, Co-Trustee/Manager (w/enc.)
Mrs. Abby Heller, Co-Trustee/Manager (w/enc.)
Mrs. Lisa Haft, Co-Trustee/Manager (w/enc.)
Mitchell D. Schepps, Esq. (w/enc.)

WPB_ACTIVE 5572129.1



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

This Certificate of Conversion is submitted to convert the following Florida limited liability company into an "Other Business Entity" in accordance with Section 608.4403, Florida Statutes:

1. The name of the Florida limited liability company converting into an "Other Business Entity" is 12 MUIRFIELD DRIVE #12D, LLC.
2. The name of the "Other Business Entity" is 12 MUIRFIELD DRIVE #12D, LLC.
3. The "Other Business Entity" is a limited liability company organized, formed or incorporated under the laws of the Commonwealth of Massachusetts.
4. The Florida limited liability company has converted into an "Other Business Entity" in compliance with Chapter 608, F.S., and the conversion complies with the statute or applicable law governing the "Other Business Entity".
5. The Plan of Conversion was approved by the converting Florida limited liability company in accordance with Chapter 608, F.S.
6. The written consent of each member of such Florida limited liability company who, as a result of this conversion, became a member of the "Other Business Entity" was obtained pursuant to section 608.4402, F.S.
7. This conversion was effective under the laws of the "Other Business Entity" on August 31, 2013.
8. This conversion shall be effective in Florida on August 31, 2013.
9. The principal office address of the "Other Business Entity" under the laws of the state, country, or jurisdiction in which such entity was organized is 2317 NW 66th Drive, Boca Raton, Florida 33496.
10. The "Other Business Entity", which is a foreign entity and not authorized to transact business in Florida, hereby appoints the Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under sections 608.4351-608.43595. The street and mailing address of the "Other Business Entity" which the Department of State may use for purposes of section 48.181 is 2317 NW 66th Drive, Boca Raton, Florida 33496.

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under sections 608.4351-608.43595, F.S.

Signed this 21st day of August, 2013.

12 MUIRFIELD DRIVE #12D, LLC

By: Debra Kimmel, a manager and authorized
Debra Kimmel, a Manager and Authorized
Representative

By: Abby Heller, a manager and authorized
Abby Heller, a Manager and Authorized
Representative

By: Lisa Haft
Lisa Haft, a Manager and Authorized
Representative

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