

L1 2000112276

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

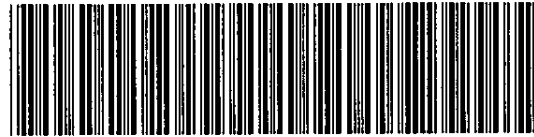
Special Instructions to Filing Officer:

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B. KOHR

SEP - 4 2012

EXAMINER



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08/31/12--01001--021 \*\*150.00

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12 AUG 30 PM 4:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

12 AUG 30 PM 12:50

Holland & Knight

Requester's Name  
315 South Calhoun Street, suite 600

Address  
Tallahassee, FL 32301 (850)425-5686  
City/State/Zip Phone #

FILED STATE  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATION  
12 AUG 30 PM 12:50

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Penta Partners LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☒ Limited Liability  
☐ Domestication  
☒ Other Conversion

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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 to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s. 608.439, Florida Statutes.

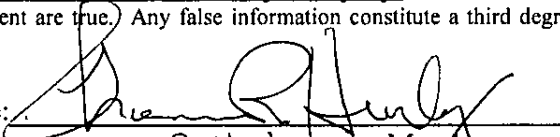
1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Penta Properties.
2. The "Other Business Entity" is a general partnership first organized, formed or incorporated under the laws of Florida on December 31, 1978.
3. The jurisdiction of the "Other Business Entity" has not changed.
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Penta Partners, LLC.
5. This conversion shall be effective in Florida upon the filing of this Certificate of Conversion and the attached Articles of Organization with the Florida Department of State.
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. All partners of the "Other Business Entity" have consented to 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.

Signed this 28<sup>th</sup> day of August, 2012.

**Signature of Member or Authorized Representative of the Limited Liability Company:**

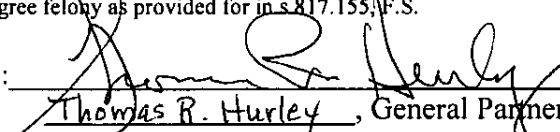
Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative:

  
Thomas R. Hurley, Member

**Signature on behalf of the Other Business Entity:** Individual signing affirms that the facts stated in this document are true. Any false information constitute a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative:

  
Thomas R. Hurley, General Partner

**ARTICLES OF ORGANIZATION FOR  
PENTA PARTNERS, LLC  
(a Florida limited liability company)**

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The undersigned representative of a Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is: Penta Partners, LLC.

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Company is:

816 Brightwater Circle  
Maitland, FL 32751

**ARTICLE III. DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens, FL 33410

**ARTICLE V. MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager as contemplated by the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The names and addresses of the initial Managers are as follows:

Alan C. Helman  
816 Brightwater Circle  
Maitland, FL 32751

Thomas R. Hurley  
4300 Biltmore Road  
Orlando, FL 32804

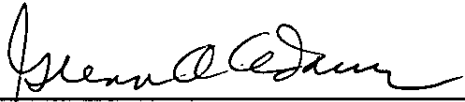
William C. Charvat  
413 Balmoral Road  
Winter Park, FL 32789

Thomas E. Peacock  
6117 Union Grove Church Road  
Hillsborough, NC 27278

Charles S. Braun  
588 S. Longview Place  
Longwood, FL 32779

## ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company with voting rights as contemplated by the Operating Agreement.

  
\_\_\_\_\_  
Glenn A. Adams  
Authorized Representative of a Member

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE  
OF PENTA PARTNERS, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Penta Partners, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the Company is: Penta Partners, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: Corporate Creations Network Inc.

ADDRESS: 11380 Prosperity Farms Road #221E  
Palm Beach Gardens, FL 33410

*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, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608., F.S.*

CORPORATE CREATIONS NETWORK INC.

By:  \_\_\_\_\_

Date: 8/29/, 2012

Name: **Jim Perkins, Vice President**

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