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12 NOV 19 PM 12:20  
STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

B. BOSTICK  
NOV 20 2012  
EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 425834 80690A

AUTHORIZATION :

COST LIMIT : \$185.00

ORDER DATE : November 16, 2012

ORDER TIME : 12:28 PM

ORDER NO. : 425834-010

CUSTOMER NO: 80690A

DOMESTIC FILING

NAME: UNION CITY PARTNERS, LLC

XX CERTIFICATE OF CONVERSION  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kimberly Moret - EXT. 52949

EXAMINER'S INITIALS:

*File 2nd*

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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 filing this Certificate of Conversion was: Union City Partners.
2. The "Other Business Entity" is a General Partnership first organized or formed under the laws of Florida in March, 1988. GP1200001506
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws which it is now organized formed or incorporated: N/A
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

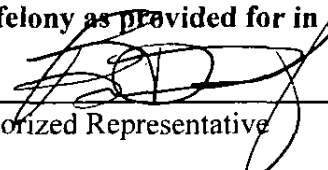
Union City Partners, LLC

5. The effective date shall be the date of filing.
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.

Signed this 15<sup>th</sup> day of November, 2012.

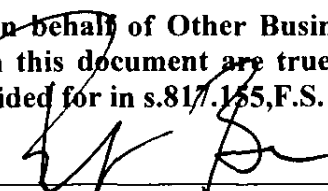
**Signature of a Member or an Authorized Representative of Limited Liability Company:**

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 Authorized Representative: 

Printed Name: Evan D. Seif Title: Authorized Representative

**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.**

Signature: 

Printed Name: Robert G. Breier as Independent Trustee of the Wayne E. Chaplin 2004 Irrevocable Trust Title: General Partner

ARTICLES OF ORGANIZATION OF A  
FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

ARTICLE I - NAME

The name of this limited liability company is:

Union City Partners, LLC

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is  
2800 Ponce De Leon Boulevard, Suite 1125, Miami, Florida 33134.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company is EVAN D. SEIF. The street address of the initial Registered Agent Office is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by two or more managers and is, therefore, a manager-managed company.

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TALLAHASSEE

ARTICLE V - AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the unanimous written consent of all of the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15<sup>th</sup> day of November, 2012.

By: 

Evan D. Seif, Esq., Authorized Representative

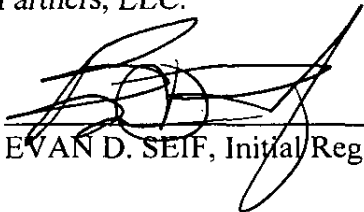
(In accordance with Section § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

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ST. JAMES  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of Union City Partners, LLC, as made in the foregoing Articles of Organization, and agree to act in such 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 the initial Registered Agent of Union City Partners, LLC.

Date: 11/15/12

  
EVAN D. SEIF, Initial Registered Agent

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TALLAHASSEE, FLORIDA