

# L13000022091

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(Requestor's Name)

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(Address)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP    ☐ WAIT    ☐ MAIL

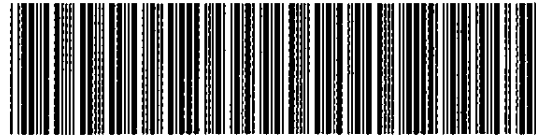
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

Special Instructions to Filing Officer:

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2013 JAN 25 PM 4:37  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2013 FEB 11 AM 11:46  
H. T. WILSON  
10 ACADEMY BLVD  
SUFFICIENT OF FILING

C. LEWIS

Feb. 12 2013

EXAMINER



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 28, 2013

CORPDIRECT AGENTS, INC.  
ATTN: RICKY SOTO

SUBJECT: PALMA CEIA DEVELOPMENT, LLC  
Ref. Number: W13000005353

We have received your document for PALMA CEIA DEVELOPMENT, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In order to convert a general partnership, it must have an active filing in our records.

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

If you have any further questions concerning your document, please call (850) 245-6051.

Carolyn Lewis  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 713A00002027

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:**      **RICKY SOTO**

**DATE:**            **01/25/2013**

**REF. #:**           **000153.179944**

**CORP. NAME:**   **PALMA CEIA DEVELOPMENT PARTNERSHIP converting to PALMA CEIA DEVELOPMENT, LLC**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT             | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION     | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT             | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
- ☒ CERTIFICATE OF CONVERSION
- ☐ OTHER:

**STATE FEES PREPAID WITH CHECK# 103197 FOR \$ 150.00**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials



RECEIVED

13 FEB 11 PM 3:39

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 28, 2013

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Carolyn Lewis  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 713A00002027

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2013 FEB 11 AM 11:46

**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 Sections 620.8912 – 620.8914 and 608.439, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: PALMA CEIA DEVELOPMENT PARTNERSHIP.

2. The "Other Business Entity" is a general partnership first organized and formed under the laws of the State of Florida on May 1, 1985.

3. The jurisdiction of the "Other Business Entity" will not be changed as a result of the conversion, as the "Other Business Entity" is converting into a limited liability company formed and organized under the laws of the State of Florida, as set forth in the attached Articles of Organization

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: Palma Ceia Development Partnership.

5. The effective date of the conversion is date this Certificate is filed SP1300000228

6. The conversion of PALMA CEIA DEVELOPMENT PARTNERSHIP into PALMA CEIA DEVELOPMENT, LLC was approved by all of the partners of the "Other Business Entity".

7. 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.

8. The other business entity currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 23<sup>rd</sup> day of January, 2013

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

Signature of Member or Authorized Representative: John W. Puffer, III

Printed Name: John W. Puffer, III, Trustee

Title: Member

**Signature of Officer on behalf of Other Business Entity:**

Signature of Officer of "Authorized Representative: John W. Puffer, III, Trustee

Printed Name: John W. Puffer, III, Trustee

Title: General Partner

2013 FEB 11 AM 11:46

**ARTICLES OF ORGANIZATION  
OF  
PALMA CEIA DEVELOPMENT, LLC  
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is PALMA CEIA DEVELOPMENT, LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 3013 W. Villa Rosa Park, Tampa, Florida 33611-2839.
3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: John W. Puffer, III, 3013 W. Villa Rosa Park, Tampa, Florida 33611-2839

The undersigned has executed these Articles of Organization on the 23<sup>rd</sup> day of January, 2013.

PALMA CEIA DEVELOPMENT, LLC

By: John W. Puffer III  
Name: John W. Puffer, III  
Title: Manager

2013 FEB 11 AM 11:46

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: PALMA CEIA DEVELOPMENT, LLC.

2. The name and address of the registered agent and office is: John W. Puffer, III, 3013 Villa Rosa Park, Tampa, Florida 33611-2839.

*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, I hereby accept the appointment as registered agent and agree to act in its 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 registered agent.*

By: John W. Puffer III  
John W. Puffer, III, Registered Agent

December 26, 2012  
(Date)