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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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John S. Inglis
Direct Dial: 813.227.2237
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April 4, 2013

Via FedEx

Neysa Culligan, Regulator Specialist II
Registration Section, Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Brandon Park Associates, LLC
Reference Number: W13000017557
Our file no.: P50325-081565

Dear Ms. Culligan:

Our firm represents Brandon Park Associates. In order to complete the conversion of Brandon Park Associates, a Florida general partnership, into Brandon Park Associates, LLC, a Florida limited liability company, enclosed are the following:

1. Articles of Dissolution;
2. Certificate of Conversion;
3. Articles of Organization; and
4. \$150.00 Check payable to Florida Department of State.

It is my understanding that these documents will be filed simultaneously in the above order. Please contact me with any questions or comments. Thank you for your cooperation.

Very truly yours,



John S. Inglis
Attorney at Law

JSI:med
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 26, 2013

JOHN S. INGLIS
SHUMAKER, LOOP & KENDRICK, LLP
101 E. KENNEDY BLVD., STE. 2800
TAMPA, FL 33602

SUBJECT: BRANDON PARK ASSOCIATES, LLC
Ref. Number: W13000017557

We have received your document for BRANDON PARK ASSOCIATES, 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):

Article of Organization and Certificate of Conversion must be filed simultaneously. The LLC was already filed on 3/32/13

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.

Neysa Culligan
Regulatory Specialist II

Letter Number: 713A00007093

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TALLAHASSEE, FLORIDA

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:

BRANDON PARK ASSOCIATES

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a general 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 April 1, 1988.
(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:

Not applicable

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

BRANDON PARK ASSOCIATES, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: DATE OF FILING.
(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.)

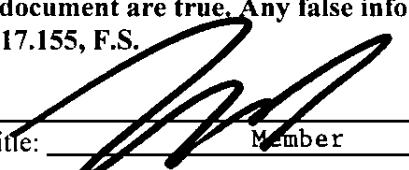
6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

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

Signed this 21st day of March 20 13.

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: 
Printed Name: Zygmunt Wilf 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: 
Printed Name: Zygmunt Wilf Title: General Partner

Signature: _____
Printed Name: _____ Title: _____

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 FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

BRANDON PARK ASSOCIATES, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

820 Morris Turnpike
Suite 301
Short Hills, NJ 07078

Mailing Address:

820 Morris Turnpike
Suite 301
Short Hills, NJ 07078

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

John S. Inglis

Name

101 E. Kennedy Blvd., Ste. 2800

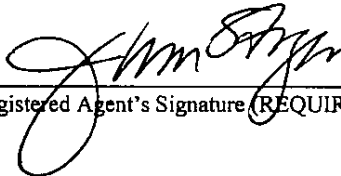
Florida street address (P.O. Box **NOT** acceptable)

Tampa

FL 33602

City, State, and Zip

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 this 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 as provided for in Chapter 608, F.S..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

Zygmunt Wilf

820 Morris Turnpike, Ste. 301

Short Hills, NJ 07078

MGR

Mark Wilf

820 Morris Turnpike, Ste. 301

Short Hills, NJ 07078

MGR

Leonard Wilf

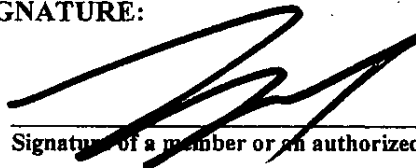
820 Morris Turnpike, Ste. 301

Short Hills, NJ 07078

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: DATE OF FILING (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Zygmunt Wilf

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2019 APR -5 PM 4: 21

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Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)