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L130000157675

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

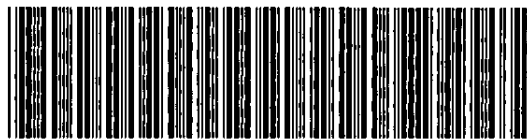
(Document Number)

Certified Copies _____ Certificates of Status _____

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2013 NOV - 7 PM 4:19
TALLAHASSEE, FLORIDA

B. BOSTICK

NOV - 8 2013

EXAMINER

October 25, 2013

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Sharpe - East 4th Avenue & East 4th Avenue Shopping Center, LLC

To Whom It May Concern:

Enclosed please find: (1) the Certificate of Conversion and fee submitted to convert an "Other Business Entity" into a Florida limited liability company in accordance with Florida Statutes §608.439; and (2) the Articles of Organization and fee submitting for filing.

Please return all correspondence concerning this matter to:

Mason G. Sharpe, Esq.
1060 East 33rd Street
Hialeah, Florida 33013

For further information concerning this matter, please call Mason G. Sharpe at (305) 693-3500.

Enclosed is a check in the amount of \$185.00 for the filing, certified copy, and Certificate of Status of the Certificate of Conversion and Articles of Organization.

Sincerely,



Mason G. Sharpe, Esq.

Enclosures

2013 NOV 27 PM 15:19
TALLAHASSEE, FL 32314

**ARTICLES OF ORGANIZATION OF
EAST 4TH AVENUE SHOPPING CENTER,
LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
NAME**

The name of the Limited Liability Company is EAST 4TH AVENUE SHOPPING CENTER, LLC.

**ARTICLE II
ADDRESS**

The initial street address of the principal office and mailing address is 1060 East 33rd Street, Hialeah, Florida 33013, or as otherwise provided by the Operating Agreement.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

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

Mason G. Sharpe, Esq.
1060 East 33rd Street
Hialeah, Florida 33013

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by the Manager and is therefore a manager-managed company. The name and address of the initial Manager are:

Sharpe Properties Group, LLC
1060 East 33rd Street
Hialeah, Florida 33013

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 30th day of September 2013.

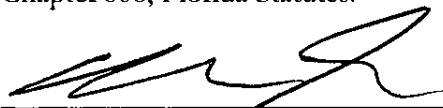


Jack Sharpe, Member

SEP 30 - 7 PM 4:19
ATLANTA, FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for EAST 4TH AVENUE SHOPPING CENTER, LLC at the place designated in Article III above. 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 under Chapter 608, Florida Statutes.



Mason G. Sharpe, Esq., Registered Agent



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 30, 2013

MASON G. SHARPE, ESQ.
1060 EAST 33RD STREET
HIALEAH, FL 33013

SUBJECT: SHARPE - EAST 4TH AVENUE
Ref. Number: W13000060451

2013 NOV -7 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SHARPE - EAST 4TH AVENUE and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

If you are trying to convert a Fictitious Name business,,

Florida law does not allow a sole proprietorship to file a conversion. A sole proprietorship is a business owned and operated by one individual. As a sole proprietor, the one individual owner is responsible for making all of the business decisions and all of the debts of the business are considered to be the debts of the one individual owner, as well. The sole proprietorship may or may not conduct business under the one individual owner's legal name. Because the business and the individual are considered as one organization and need each other to co-exist from a legal perspective, a sole proprietorship is not considered a business entity and cannot, therefore, file a conversion under Florida law.

If your sole proprietorship is actually owned and operated by two or more individuals and those individuals serve in the capacity of a partner, your business may not be a sole proprietorship. Your business may meet the definition of a partnership in accordance with Chapter 620, Florida Statutes. Chapter 620, Florida Statutes, allows a partnership to file a conversion. However, the partnership must first file a statement of registration in accordance with section 620.8105, Florida Statutes.

We are enclosing a statement of registration should your business entity meet the criteria of a partnership and you wish to proceed with the conversion. Please note the fee to register a partnership is \$50. To proceed with the conversion, please correct your conversion documents to reflect your current business entity is a partnership and resubmit the conversion documents along with the enclosed registration statement and an additional fee of \$50.

This office strongly suggests that you seek legal advice concerning this matter.

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.

Barbara Bostick
Regulatory Specialist II

Letter Number: 413A00025328

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA