L13000174848

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(Address)

(Address)

(City/State/Zip/Phone #)

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FIRST STANDARD REALTY II, INC. **P09000066504**

( ) Nonprofit
() Foreign
( ) Limited Partnership
() LLC
() Certified Copy

() Amendment
( ) Dissolution/Withdrawal
() Reinstatement
( ) Annual Report
( ) Name Registration
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: First Standard Realty II LLC
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Andrea Darling de Cortes
(Contact Person)

Sharp Partners P.A.
(Firm/Company)

4890 W. Kennedy Blvd., Suite 900
(Address)

Tampa, FL 33609
(City, State and Zip Code)

acortes@sharptaxlaw.com
E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Andrea Darling de Cortes at (813) 286-4199
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- [x] $150.00 Filing Fees ($25 for Conversion & $125 for Articles of Organization)
- [ ] $155.00 Filing Fees and Certificate of Status
- [ ] $180.00 Filing Fees and Certified Copy
- [ ] $185.00 Filing Fees, Certified Copy, and Certificate of Status

2013 DEC 18 AM 10:04

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

CERTIFICATE OF CONVERSION
FOR THE CONVERSION OF
FIRST STANDARD REALTY II, INC. P09-6605-04
INTO
FIRST STANDARD REALTY II LLC

This Certificate of Conversion and attached Articles of Organization are submitted to convert **First Standard Realty II, Inc.**, a Florida corporation (the "Corporation"), into **First Standard Realty II LLC**, a Florida limited liability company (the "Limited Liability Company"), in accordance with Section 608.439 of the Florida Limited Liability Company Act (the "Act").

1. The Corporation was formed under the Florida Business Corporation Act by the filing of its articles of incorporation with the Florida Department of State on August 6, 2009.

2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is First Standard Realty, Inc.

3. The name of the Limited Liability Company as set forth in the articles of organization filed in accordance with Section 608.439(2) of the Act is First Standard Realty LLC.

4. The effective date of the conversion shall be the date of the filing of this Certificate of Conversion with the Florida Department of State.

Signed this 13 day December, 2013

2013 DEC 18 AM 9:04

FIRST STANDARD REALTY II, INC.,
a Florida corporation

By:_____
Louis Alexandre Fleming, President

FIRST STANDARD REALTY II LLC, a
Florida limited liability company

By:_____
Louis Alexandre Fleming, Manager and
Authorized Representative of a Member

ARTICLES OF ORGANIZATION
OF
FIRST STANDARD REALTY II LLC

ARTICLE I - NAME

The name of this limited liability company is **FIRST STANDARD REALTY II LLC** (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 2600 S Douglas Road, Suite 604, Coral Gables, FL 33134.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 2600 S Douglas Road, Suite 604, Coral Gables, FL 33134, and the name of the initial registered agent of the Company is Register & Company, P.A.

ARTICLE IV – MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The initial manager of the Company is Louis A. Fleming.

2013 DEC 18 AM 10:04

Signature of a Member or an Authorized Representative of a Member

Louis C. Fleming
Typed or Printed Name of Signer

ACCEPTANCE OF REGISTERED AGENT

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, Florida Statutes.

as President

Authorized Representative of Register & Company, P.A.