

L14000011424

(Requestor's Name)

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(Business Entity Name)

GPOS-695

(Document Number)

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Certificates of Status _____

Special Instructions to Filing Officer:

JAN 22 2013

A. LUNT

W14-1684

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WALK IN

PICK UP:

1/7

- ☒ CERTIFIED COPY _____
- ☐ PHOTOCOPY _____
- ☐ CUS _____
- ☒ FILING Conversion

1. Whittington Holt Properties, LLC
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 9, 2014

CORPORATE ACCESS, INC.
P.O. BOX 37066
TALLAHASSEE, FL 32315-7066

SUBJECT: WHITTINGTON HOLT PROPERTIES, LLC
Ref. Number: W14000001684

We have received your document for WHITTINGTON HOLT PROPERTIES, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

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.

Agnes Lunt
Regulatory Specialist II

Letter Number: 714A00000591



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 13, 2014

CORPORATE ACCESS, INC.
P.O. BOX 37066
TALLAHASSEE, FL 32315-7066

SUBJECT: WHITTINGTON HOLT PROPERTIES, LLC
Ref. Number: W14000001684

RECEIVED
JAN 14 2014
10:00 AM
SUFFICIENT OF FILING

We have received your document for WHITTINGTON HOLT PROPERTIES, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The Certificate of Conversion must be filed in accordance to the statutes of the resulting entity.

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

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.

Agnes Lunt
Regulatory Specialist II

Letter Number: 814A00000780

*Please file as
1/13 the original
submission date.*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 15, 2014

Corrected

CORPORATE ACCESS, INC.
P.O. BOX 37066
TALLAHASSEE, FL 32315-7066

SUBJECT: WHITTINGTON HOLT PROPERTIES, LLC
Ref. Number: W14000001684

RECEIVED
14 JAN 21 AM 11:00
DIVISION OF CORPORATIONS

We have received your document for WHITTINGTON HOLT PROPERTIES, LLC. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The enclosed certificate of conversion does not meet Chapter 605fs requirements. See enclosed forms for current requirements.

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.

Agnes Lunt
Regulatory Specialist II

Letter Number: 014A00000986

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 "Other Business Entity" into a Florida limited liability company in accordance with Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **Whittington Properties, LLP**, a Florida general partnership.
2. The "Other Business Entity" was first organized under the laws of the State of Florida on March 3, 2005.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **Whittington Holt Properties, LLC**.
4. The plan of conversion has been approved in accordance with Section 605.1041-605.1046.
6. The effective date of the conversion shall be the date of filing of the Certificate of Conversion.

Executed this 30th day of December, 2013.

**WHITTINGTON HOLT PROPERTIES,
LLC**



Nicholas Holt, Member

WHITTINGTON PROPERTIES, LLP
Managing Partners:



Nicholas Holt



Jeremy Holt

ARTICLES OF ORGANIZATION
OF
WHITTINGTON HOLT PROPERTIES, LLC

ARTICLE I - NAME

The name of this limited liability company is Whittington Holt Properties, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE


The mailing address and street address of the principal office of the Company is 333 East 30th Street, Apt. 9J, New York, New York 10016.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of the Company at that address is Julia L. Frey.

ARTICLE IV - MANAGEMENT

The Company is a manager-managed limited liability company and the initial managers of the Company are Nicholas Holt and Jeremy Holt. As long as there are two (2) Managers of the Company, the signatures of both Managers will be required to bind the Company with respect to any agreement, instrument or other document transferring any interest in any real property owned by the Company, including, but not limited to, any deed, lease or mortgage of any real property owned by the Company.



Nicholas Holt, Member

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 603, Florida Statutes.



Julia L. Frey

2014 JAN 8 PM 2:25
NOTARIAL PUBLIC
JULIA L. FREY