L14000020925

(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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02/03/14--01005--017 **25.00

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EFFECTIVE DATE 02-01-14

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14 JAN -7 PM 4:25

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2014 ... -7 ... 4:42

B. BOSTICK
FEB - 6 2014
EXAMINER

Advanced Incorporating Service, Inc.

1317 California Street
P.O. Box 20396
Tallahassee, FL 32316

Phone: 850-222-CORP
Fax: 850-575-2724
Email: orders@aisincfl.com
Website: www.aisincfl.com

NAME OF ENTITY	
Highland Pointe, LLC	
	FOR OFFICE USE ONLY

PICK ONE:

✓ CERTIFIED COPY ____PHOTOCOPY ____C.U.S.

FILING:

____CORPORATION ____LLC ____LIMITED PARTNERSHIP ____GENERAL PARTNERSHIP

____FICTITIOUS NAME ____SERVICEMARK/TRADEMARK ____AMENDMENT

____FOREIGN QUALIFICATION

✓ OTHER Con

Waiting on letter of consent 2-5-14

RETRIEVAL:

____GOOD STANDING CERT/C.U.S. ____PHOTOCOPY

Of____________________

APOSTILLE/CERTIFICATION REQUEST:

Country____________________

Amount of Documents____________________

DATE 1/7/14 **TIME**__________

Notes:____________________

Highland Pointe, Inc.
800 Highland Avenue, Suite 200
Orlando, Florida 32803
Phone No.: 407-297-1600

February 5, 2014

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Conversion Highland Pointe, Inc. to Highland Pointe, LLC

Dear Sir or Madam:

pointe

Please be advised that the persons involved in Highland Pointe, Inc. and Highland, LLC are the same. Please accept this letter as the direction to the State to allow for the conversion and the use of the name Highland Pointe, LLC.

Should you need any further advice please call either Deidrea McGlown at 407-297-1600 or Warren E. Williams at 407-415-9135.

Sorry for any confusion.

Sincerely yours,

Warren E. Williams
Attorney for Highland Pointe, Inc.
and Highland Pointe, LLC

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.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: HIGHLAND POINTE, LTD.
(Enter Name of Other Business Entity)

A98-1880

2. The "Other Business Entity" is a limited 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 August 5, 1998.
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization:**
HIGHLAND POINTE, LLC.
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: February 1, 2014.
(The effective date: 1) cannot be prior to date of receipt or filed date 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.)

5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

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Signed this 15th day of January 20 14 .

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative:

Printed Name: Michelle C Carlton Title: Authorized Representative

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature:

Printed Name: HIGHLAND POINTE, INC Title: General Manager

Signature:

Printed Name: Michelle C Carlton Title: President

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:

Articles 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
OF
HIGHLAND POINTE , LLC

ARTICLE I

NAME and ADDRESS

The name of this limited liability company ("Company") is **HIGHLAND POINTE , LLC** and its mailing address is 800 Highland Avenue, Suite 200, Orlando, FL 32803 and the principal place of business and street address of the Company is 800 Highland Avenue, Suite 200, Orlando, FL 32803

ARTICLE II

COMMENCEMENT OF EXISTENCE

This Company will commence existence on the 1st day of February 2014 and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be the transaction of any and all lawful business, and this Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, in each case with such limitations as may be set forth in the Company Operating Agreement from time to time.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 800 Highland Avenue, Suite 200, Orlando, FL 32803, and the initial registered agent of this Company at that address shall be **Deidrea McGlown**. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

ARTICLE V

MANAGEMENT

The Company is to be a manager managed limited liability company by one or more managers, and the name and address of the manager who is to serve as the initial manager of the Company is:

Investments Management, LLC, (MGR)
800 Highland Avenue, Suite 100
Orlando, FL 32803

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ARTICLE VI

OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of the Company.

ARTICLE VIII

MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business of the Company as provided in the Operating Agreement of the Company.

ARTICLE IX

AMENDMENT

This Company reserves the right to amend or repeal any provisions contained in these articles of organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, as of the 15th day of January, 2014.

(In accordance with section 605.0203 (1) (b), 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.)

Authorized Representative

By: Michelle Carlton

Name: Michelle C. Carlton,

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Florida Statutes, the following is submitted:

HIGHLAND POINTE , LLC ("Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **Deidrea McGlown** as its Registered Agent to accept service of process within the State of Florida with its registered office located at 800 Highland Avenue, Suite 200, Orlando, FL 32803.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of ... Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated as of this _15th day of January 2014.

Deidrea J. McGlown

Deidrea McGlown
Registered Agent

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **MICHELLE C. CARLTON**, who, upon first being duly sworn, deposes and says:

1. That Michelle C. Carlton is the Manager of Investments Management, LLC, Manager of HIGHLAND POINTE LLC, and has the authority to make this Affidavit on its behalf.

2. That Michelle C. Carlton. is an authorized representative of a member of HIGHLAND POINTE , LLC, a limited liability company.

3. That the company has at least one (1) member.

FURTHER AFFIANT SAYETH NOT.

Michelle Carlton

Michelle C. Carlton

SWORN TO and **SUBSCRIBED**
before me this 15th day
of January, 2014.

Deidrea L McGlown

NOTARY PUBLIC

Deidrea L. McGlown

Typed or Printed Name
Personally Known ✓ OR
Produced Identification__________
Type of ID Produced__________

NOTARY PUBLIC STATE OF FLORIDA
DEIDREA L. MCGLOWN
Notary Public - State of Florida
My Comm. Expires Feb 23, 2014
Commission # DD 959180

2014 JAN -7 P 4:42

{OR765647;2}

FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2014

ADVANCED INCORPORATING SERVICE, INC.
HIGHLAND POINTE, LTD.

Corrected please keep original file date.

SUBJECT: HIGHLAND POINTE, LTD.
Ref. Number: A98000001880

2014 JAN -7 PM 3:42 FILED

We have received your document for HIGHLAND POINTE, LTD. and your check(s) totaling $285.00. 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.

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. The proper form is enclosed 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.

Barbara Bostick
Regulatory Specialist II

Letter Number: 114A00002335

★ Don't forget the G.S. cert requested, please, thanks.

14 FEB -4 PM 1:33
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DEPARTMENT OF STATE

FLORIDA DEPARTMENT OF STATE
Division of Corporations

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14 JAN 31 PM 12:48

January 8, 2014

Corrected please keep original file date thanks

ADVANCED INCORPORATING SERVICE, INC.
HIGHLAND POINTE, LTD.
,

SUBJECT: HIGHLAND POINTE, LTD.
Ref. Number: A98000001880

We have received your document for HIGHLAND POINTE, LTD. and your check(s) totaling $285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The fees to file the Certificate of Conversion and Articles of Organization total $150.00 ($25 filing fee for the Certificate of Conversion, $100 filing fee for the Articles of Organization, and $25 for the Registered Agent Designation). Enclose an additional $30 for each certified copy requested and an additional $5 for each certificate of status requested.

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. The proper form is enclosed for your convenience.

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filings its annnual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

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: 314A00000457