

L14 000020925

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

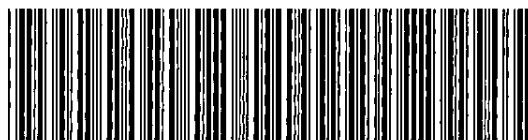
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100254346881

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

01/08/14--01001--031 **285.00

EFFECTIVE DATE 02-01-14

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14 JAN -7 PM 12 25
DIVISION OF CLERK OF SUPERIOR COURT

FILED
2014 JAN -7 PM 12 42
DIVISION OF CLERK OF SUPERIOR COURT

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 ☐ SERVICE MARK/TRADEMARK ☐ AMENDMENT

☐ FOREIGN QUALIFICATION

☒ OTHER Con

RETRIEVAL:

☐ GOOD STANDING CERT/C.U.S. ☐

Of _____

TO COPY

APOSTILLE/CERTIFICATION REQUEST:

Country _____

Amount of Documents _____

DATE 11/7/14 TIME _____

Notes: _____

Waiting
on letter
of consent
2-5-14

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2014 NOV -7 2 42

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:

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

pointe

2014 FEB 11 10:10 AM
2014 FEB 11 10:10 AM
2014 FEB 11 10:10 AM

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)

2. The "Other Business Entity" is a limited partnership A98-1850
(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
on August 5, 1998
(date of organization, formation or incorporation) (Enter state, or if a non-U.S. entity, the name of the country)

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.

FILED
2014 FEB -7 PM 4:42
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

Signed this 15th day of January 2014.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
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: [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)

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2014 JAN -7 PM 4:42
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

**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.

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2014 FEB -7 PM 4:12
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF ORANGE, FLORIDA

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

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.

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2014 JUN -7 P 4:42
CLERK OF DISTRICT COURT
STATE OF FLORIDA

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: _____

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
submitted:

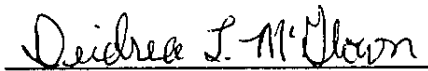
Florida Statutes, the following is

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 McGlown
Registered Agent

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2014 JAN -7 P 4:42
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

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.

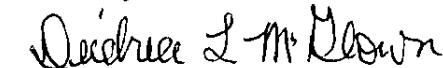
3. That the company has at least one (1) member.

FURTHER AFFIANT SAYETH NOT.

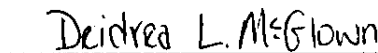

Michelle C. Carlton

SWORN TO and SUBSCRIBED

before me this 15th day
of January, 2014.



NOTARY PUBLIC

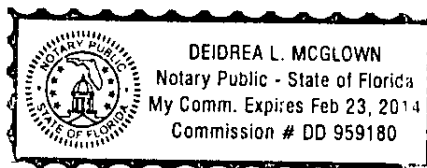


Typed or Printed Name

Personally Known ☒ OR

Produced Identification _____

Type of ID Produced _____



2014 JAN -7 P 11:42

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2014

ADVANCED INCORPORATING SERVICE, INC.
HIGHLAND POINTE, LTD.

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

*Corrected
Please keep original
file date.*

2014 JAN -7
11:42
RECEIVED
STATE
DIVISION OF CORPORATIONS

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.*

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DEPARTMENT OF STATE
14 FEB -4 PM 1:28



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

14 JAN 01 PM 12:48

DIVISION OF CORPORATIONS

January 8, 2014

ADVANCED INCORPORATING SERVICE, INC.
HIGHLAND POINTE, LTD.

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

*Corrected
please keep original
file date
thanked*

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 annual 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