

L14000026484

(Requestor's Name)

(Address)

(Address)

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(Business Entity Name)

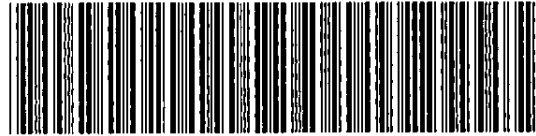
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TALLAHASSEE, FLORIDA

N. Guffan FEB 13 2014

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-23

CONTACT: RICKY SOTO

DATE: 02/12/2014

REF. #: 9049916

CORP. NAME: KENSEF PROPERTIES II converting to KENSEF PROPERTIES II, LLC

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
- CERTIFICATE OF CONVERSION
- OTHER:

STATE FEES PREPAID WITH CHECK# 70015022 FOR \$ 150.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 13, 2014

CORPDIRECT AGENTS, INC.

SUBJECT: KENSEF PROPERTIES II, LLC
Ref. Number: W14000009517

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE

2/12/14

We have received your document for KENSEF PROPERTIES II, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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.

Neysa Culligan
Regulatory Specialist II

Letter Number: 114A00003291

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE

2/12/14

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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CERTIFICATE OF CONVERSION.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KENSEF PROPERTIES II, a Florida general partnership (the "Partnership"), hereby delivers this CERTIFICATE OF CONVERSION for the purpose of converting the Partnership from a Florida general partnership to a Florida limited liability company pursuant to the provisions of Section 620.8912 of the Florida Revised Uniform Partnership Act ("FRUPA"), and Section 605.1041(2) of the Florida Revised Limited Liability Company Act.

1. The Partnership was organized on July 23, 1993, pursuant to the laws of the State of Florida.
2. The name of the Partnership immediately prior to the filing of this Certificate of Conversion was Kensef Properties II.
3. The name of the limited liability company as set forth in its Articles of Organization filed with the Florida Department of State is Kensef Properties II, LLC.
4. The conversion was approved by all of the partners of the Partnership, as required by Section 620.8913 of FRUPA.
5. The conversion will be effective upon the filing of this Certificate of Conversion.

KENSEF PROPERTIES II, LLC
a Florida limited liability company

By: Nancy M. Mook

Name: NANCY M. MOOK

Title: Manager

Date: February 12, 2014

KENSEF PROPERTIES II
a Florida general partnership

By: Nancy M. Mook

Name: Nancy M. Mook

Title: Partner

Date: February 12, 2014

KENSEF PROPERTIES II, LLC
ARTICLES OF ORGANIZATION

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

ARTICLE 1
Name

The name of the Company is KENSEF PROPERTIES II, LLC.

ARTICLE 2
Mailing Address and Principal Office

The address of the principal office and the mailing address of the Company is 1108 W. Brandon Boulevard, Brandon, Florida 33511.

ARTICLE 3
Registered Office and Agent

The street address of the registered office of the Company is 1108 W. Brandon Boulevard, Brandon, Florida 33511, and the name of the registered agent of the Company at that address is Nancy M. Mook.

ARTICLE 4
Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

Nancy M. Mook
1108 W. Brandon Boulevard
Brandon, Florida 33511

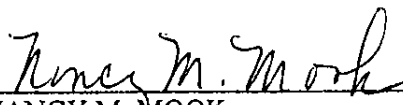
ARTICLE 5
Indemnification

The Company shall indemnify any member, manager or officer, or any former member, manager or officer, to the fullest extent permitted by law.

ARTICLE 6
Effective Date

The Company has been formed pursuant to Section 605.1041 of the Florida Revised Limited Liability Company Act in connection with the conversion of Kensef Properties II, a Florida general partnership (the "Partnership"), into this Company pursuant to a Certificate of Conversion filed with the Florida Secretary of State concurrently herewith. Pursuant to Section 620.8914(2)(b) of the Florida Revised Uniform Partnership Act, and Section 605.1041(2) of the Florida Revised Limited Liability Company Act, the Company's existence shall be deemed to have commenced on July 23, 1993, when the Partnership commenced its existence in the State of Florida.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization this 12th day of February, 2014, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of his position as registered agent of the Company as provided for in Chapter 608 of the Florida Statutes.



NANCY M. MOOK,
Member and Registered Agent

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TALLAHASSEE, FLORIDA