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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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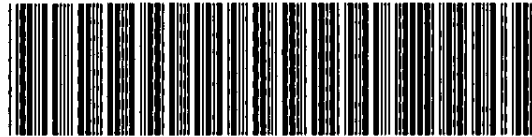
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

FEB 17 2013

T. HAMPTON

6102-411A

LAW OFFICES

ALLEY, MAASS, ROGERS & LINDSAY, P.A.

340 ROYAL POINCIANA WAY, SUITE 321

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

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ALAN LINDSAY
PAUL B. ERICKSON
DAVID H. BAKER
WILLIAM W. ATTERBURY III
LOUIS L. HAMBY III
ROBB R. MAASS
M. TIMOTHY HANLON
WARREN D. HAYES, SR.
STUART J. HAFT
CAROL S. WAXLER
BRUCE A. McALLISTER
CATHERINE KENT

RAYMOND C. ALLEY (1893-1975)
HAROLD G. MAASS (1923-2006)
KAREN S. MARX (1964-1994)

1331 SE OCEAN BOULEVARD
STUART, FLORIDA 34996
P (772) 287-4404
F (772) 287-4044

January 2, 2014

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Certificate of Conversion for "3728 Georgia Avenue Industrial Partnership"

Gentlemen:

Enclosed for filing with the Florida Division of Corporations are the originals of the following:

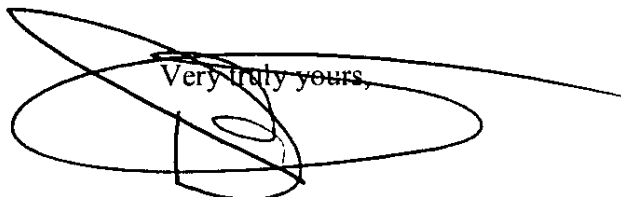
- (1) the Certificate of Conversion for "3728 Georgia Avenue Industrial Partnership" Into Florida Limited Liability Company,
- (2) the Articles of Organization for GAIP2, LLC and
- (3) the Certificate of Designation of Registered Agent/Registered Office.

Please file same and provide me with a Certified Copy of Record. Enclosed is our law firm's check in the amount of \$180.00 for payment of the filing fees for the Certificate of Conversion (\$25), the Articles of GAIP2, LLC and Registered Agent Fee (\$125) and the Certified Copy of Record (\$30).

I have enclosed a stamped, self-addressed envelope for your use in providing me the Certified Copy of Record.

Thank you.

Very truly yours,



David H. Baker

DHB/jg
Enclosures

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STUART, FLORIDA 34996
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February 14, 2014

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

VIA FEDERAL EXPRESS

RE: Certificate of Conversion for 3728 Georgia Avenue Industrial Partnership

Gentlemen:

Enclosed for filing with the Florida Division of Corporations are the following original executed documents:

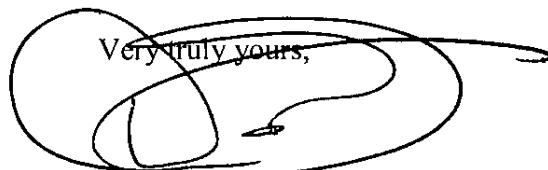
- (1) Certificate of Conversion for 3728 Georgia Avenue Industrial Partnership Into GAIP2, LLC
- (2) Articles of Organization for GAIP2, LLC and
- (3) Certificate of Designation of Registered Agent/Registered Office.

Also enclosed is a copy of the Regulatory Specialist III's January 10, 2014 Letter Number: 214A00000680. We are re-submitting these documents pursuant to the this letter.

Please file the enclosed documents and provide me with a Certified Copy of Record. As stated in the January 10, 2014 letter you have received and retained our check in the amount of \$180.00 for payment of the filing fees for the Certificate of Conversion (\$25), the Articles of GAIP2, LLC and Registered Agent Fee (\$125) and the Certified Copy of Record (\$30).

I enclose a stamped, self-addressed envelope for your use in providing me the Certified Copy of Record.

Thank you.

Very truly yours,


David H. Baker

DHB/jg
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2014

DAVID H BAKER
ALLEY MAASS ROGERS & LINDSAY PA
P O BOX 431
PALM BEACH, FL 33480-0431

SUBJECT: GAIP2, LLC
Ref. Number: W14000002019

We have received your document for GAIP2, 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):

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.

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.

Tammy Hampton
Regulatory Specialist III

Letter Number: 214A00000680

Certificate of Conversion
For
3728 Georgia Avenue Industrial Partnership
Into
GAIP2, LLC

This Certificate of Conversion and attached Articles of Organization are submitted to convert 3728 Georgia Avenue Industrial Partnership (the "Converting Entity") into a Florida Limited Liability Company in accordance with §605.1045, Florida Statutes.

1. The name of converting entity immediately prior to the filing of this Certificate of Conversion is 3728 Georgia Avenue Industrial Partnership.
2. Converting Entity is a general partnership first organized, formed or incorporated under the laws of Florida on October 7, 1983.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is GAIP2, LLC.
4. The effective date of the conversion is the date of filing of the Articles of Organization.
5. The plan of conversion has been approved in accordance with §§605.1041-605.1046, Florida Statutes.

Signed this 12 day of February, 2014.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: D. Michael Hanley

Title: Manager

Signature on behalf of 3728 Georgia Avenue Industrial Partnership

Signature: 

Printed Name: D. Michael Hanley

Title: General Partner

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
GAIP2, LLC**

The undersigned being the authorized representative of the member of the limited liability company referred to herein, executes and files these Articles of Organization and states as follows:

ARTICLE I - NAME

The name of this limited liability company is GAIP2, LLC.

ARTICLE II - EFFECTIVE DATE AND DURATION

This limited liability company's effective date shall be the date of filing of these Articles of Organization and its duration shall be perpetual.

ARTICLE III - PURPOSE AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida; and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with

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TALLAHASSEE, FLORIDA

or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE IV - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office address is 3728 Georgia Avenue, West Palm Beach, Florida 33405 and the mailing address is 3728 Georgia Avenue, West Palm Beach, Florida 33405.

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of this limited liability company David H. Baker, Esq. and his street address is c/o David H. Baker, Esq., 340 Royal Poinciana Way, Suite 321, Palm Beach, Florida 33480.

ARTICLE VI - CONTINUATION OF LIMITED LIABILITY COMPANY

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining member or members shall have the right to continue the business on the unanimous written consent of the remaining member or members.

ARTICLE VII - MANAGEMENT

This limited liability company shall be a manager-managed company and the name and address of the initial manager is:

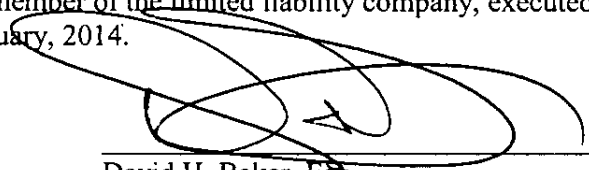
D. Michael Hanley
3728 Georgia Avenue
West Palm Beach, FL 33405

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VIII - AMENDMENT

This limited liability 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.

IN WITNESS WHEREOF, in compliance with Florida Statutes Section 608.407(4), the undersigned authorized representative of the member of the limited liability company, executed these Articles of Organization this 12th day of February, 2014.



David H. Baker, Esq.
Authorized Representative

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TALLAHASSEE, FLORIDA

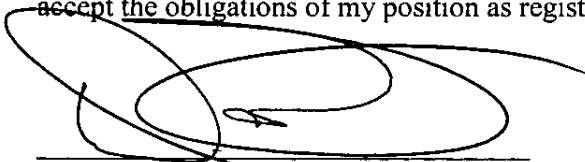
CERTIFICATE
OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is GAIP2, LLC.
2. The name and address of the registered agent and office is:

David H. Baker, Esq.
c/o Alley Maass Rogers & Lindsay, P.A.
340 Royal Poinciana Way, Suite 321
Palm Beach, Florida 33480

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.



David H. Baker, Esq.

Date: February 12, 2014

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