

L14000044433

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 14, 2014

CT CORPORATION SYSTEM

Tallahassee, FL

SUBJECT: SOBE CAPITAL PARTNERS LLC
Ref. Number: W14000016616

RECEIVED
DIVISION OF CORPORATIONS
2014 MAR 17 PM 3:49
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SUFFICIENCY OF FILING

We have received your document for SOBE CAPITAL PARTNERS 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 filing 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.

Tammi Cline
Regulatory Specialist II

Letter Number: 314A00005593

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TALLAHASSEE, FLORIDA

RE-SUBMIT

Please retain original filing
date of submission 3/13

CT Corporation System

515 E. Park Ave., Tallahassee, FL, 32301

850-222-1092

SOBE CAPITAL PARTNERS LLLP

A13000000006

Thank you!

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input checked="" type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	Conversion
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
Conversion		
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/13/2014

ST

Order#:
9079983

Ref#: _____

Amount: \$ _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2014 MAR 13 AM 9:45

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**CERTIFICATE OF CONVERSION
FOR
SOBE CAPITAL PARTNERS LLLP
INTO
SOBE CAPITAL PARTNERS LLC**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2014 MAR 13 AM 9:45

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The undersigned duly authorized signor, on behalf of **SOBE CAPITAL PARTNERS LLLP**, a Florida Limited Liability Partnership (the "Converting Entity"), and for the purpose of converting the Converting Entity from a Florida limited liability limited partnership into a Florida limited liability company pursuant to §605.1045 of the Florida Statutes, certifies that:

1. The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion is **SOBE CAPITAL PARTNERS LLLP**.
2. The Converting Entity is a limited liability limited Partnership, first formed under the laws of Florida, on January 2, 2013.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is **SOBE CAPITAL PARTNERS LLC**.
4. The effective date of filing for this Certificate of Conversion and the accompanying Articles of Organization shall be as of the date of filing.
5. The Plan of Conversion has been approved in accordance with §§605.1041-605.1046.
6. The principal office address of **SOBE CAPITAL PARTNERS LLC** shall be 1776 Collins Avenue #212, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion, on behalf of the Converting Entity, as of this 12th day of March, 2014.

SOBE CAPITAL PARTNERS LLLP

By: _____

Bob B. Heyat, General Partner

SOBE CAPITAL PARTNERS LLC

By: _____

Bob B. Heyat, Manager

ARTICLES OF ORGANIZATION
OF
SOBE CAPITAL PARTNERS LLC

ARTICLE I - Name

The name of the limited liability company is SOBE CAPITAL PARTNERS LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 1776 Collins Avenue #212, Miami Beach, Florida 33139.

ARTICLE III- Management

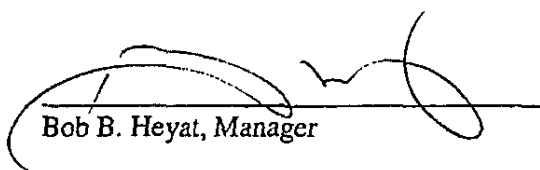
The Company shall be managed by its managers, as set forth in the Company's Operating Agreement, and is therefore a manager-managed company. The initial Manager is Bob B. Heyat.

ARTICLE IV - Registered Agent and Office

The street address of the Company's initial registered agent and office is 1776 Collins Avenue #212, Miami Beach, Florida 33139, and the name of its initial registered agent at such office is Bob B. Heyat.

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.

Dated this 12th of March, 2014.

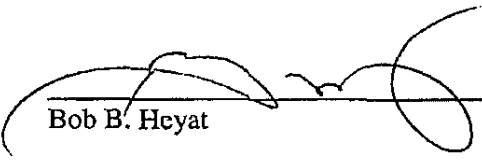

Bob B. Heyat, Manager

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for **SOBE CAPITAL PARTNERS LLC**, at the place designated in these Articles of Organization, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 605.

Dated this 28th of February, 2014.


Bob B. Heyat

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