

L14000157324

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

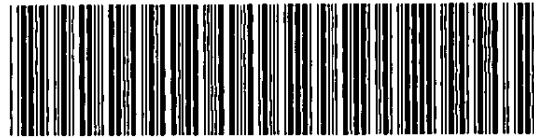
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ALBANY, NY 12242

M. WILSON
EXAMINER

OCT 08 2014



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 326050 4389550

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 150.00

ORDER DATE : October 6, 2014

ORDER TIME : 11:15 AM

ORDER NO. : 326050-020

CUSTOMER NO: 4389550

DOMESTIC CONVERSION FILING

NAME: JOSE RAMON MAS HOLDINGS I, LLC

EFFECTIVE DATE:

XX ARTICLES OF CONVERSION
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES AND
CERTIFICATE OF CONVERSION
OF
JOSE RAMON MAS HOLDINGS I LIMITED PARTNERSHIP, A TEXAS LIMITED
PARTNERSHIP
INTO
JOSE RAMON MAS HOLDINGS I, LLC, A FLORIDA LIMITED LIABILITY
COMPANY

These Articles and Certificate of Conversion and attached Articles of Organization are submitted to convert Jose Ramon Mas Holdings I Limited Partnership, a Texas Limited Partnership (the "Converting Limited Partnership") into Jose Ramon Mas Holdings I, LLC, a Florida limited liability company (the "Converted Limited Liability Company") in accordance with §605.1045, Florida Statutes, and the Texas Corporation Law.

1. The Converting Limited Partnership hereby certifies to the following statements:
 - a. The name of the Converting Limited Partnership immediately prior to the filing of these Articles and Certificate of Conversion is Jose Ramon Mas Holdings I Limited Partnership.
 - b. The Converting Limited Partnership was first formed under the laws of the state of Texas on December 30, 1994, and was issued file number 78948-10 by the Secretary of State of Texas.
 - c. The plan of conversion has been approved as required by the laws of the states of Texas and Florida and by each partner of the Converting Limited Partnership who as a result of the conversion will have interest holder liability under §605.1043(1)(b) and whose approval is required.
 - d. An executed plan of conversion is on file at the principal place of business of the Converting Limited Partnership. The address of the principal place of business of the Converting Limited Partnership is 2716 E. 5th Street, Austin, TX 78702.
 - e. A signed plan of conversion will be on file at the principal place of business of the Converted Limited Liability Company. The address of the principal place of business of the Converted Limited Liability Company is 7385 Galloway Road, Suite 200, Miami, Florida 33173.
 - f. A copy of the plan of conversion will be furnished on written request without cost by the Converting Limited Partnership before the conversion or by the Converted Limited Liability Company after the conversion to any shareholder of the Converting Limited Partnership or member of the Converted Limited Liability Company.

Exhibit B

2. The name of the Converted Limited Liability Company, a Florida limited liability company as set forth in the attached Articles of Organization, is Jose Ramon Mas Holdings I, LLC.
3. Each partner of the Converting Limited Partnership has consented to and approved the plan of conversion.
4. This document is effective on its date of filing.
5. In lieu of providing the tax certificate, the Converted Limited Liability Company is liable for the payment of any franchise taxes.

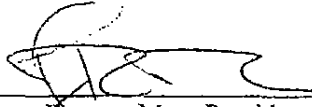
The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent document.

Dated this 3rd day of October, 2014.

JOSE RAMON MAS HOLDINGS I
LIMITED PARTNERSHIP

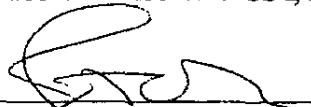
By: Jose Ramon Mas Holdings Corporation,
its General Partner

By: _____


Jose Ramon Mas, President of Jose
Ramon Mas Holdings Corporation

JOSE RAMON MAS HOLDINGS I, LLC

By: _____


Jose Ramon Mas, President

L:\Mas, Jose Ramon\Documents\Cert of Conversion PP.docx

Exhibit B

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**ARTICLES OF ORGANIZATION
JOSE RAMON MAS HOLDINGS I, LLC**

The undersigned hereby certifies the following for purposes of forming a limited liability company under the laws of the State of Florida. The following Articles shall be the charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be JOSE RAMON MAS HOLDINGS I, LLC.

ARTICLE II

ADDRESS

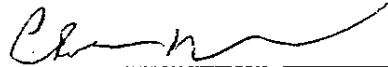
The mailing address and street address of the principal office of this limited liability company shall be 7385 Galloway Road, Suite 200, Miami, Florida 33173.

ARTICLE III

INITIAL REGISTERED AGENT

The initial registered agent and the street address of the initial registered agent of the limited liability company shall be Charles E. Muller II, 7385 Galloway Road, Suite 200, Miami, Florida 33173.

Executed by the undersigned at Miami, Florida, this 3rd day of October, 2014.



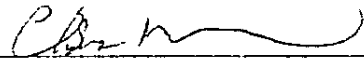
Charles E. Muller II, authorized representative of a member of JOSE RAMON MAS HOLDINGS I, LLC

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and states that he is familiar with and accepts the obligations of that position as provided for in Chapter 605, Florida Statutes.

Dated this 3rd day of October, 2014.



Charles E. Muller II