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(Address)

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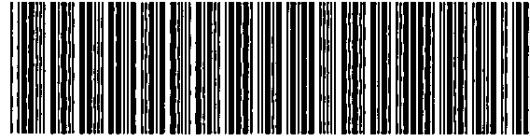
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 13, 2014

CATLIN SAXON FINK & KOLSKI LLP
2600 DOUGLAS RD SUITE 1003
CORAL GABLES, FL 33134-6143

SUBJECT: PALMETTO BAY HOME CORP LLC
Ref. Number: W14000062354

We have received your document for PALMETTO BAY HOME CORP 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):

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 605, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return the corrected original and one copy of 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.

Justin M Shivers
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 814A00021877

CATLIN SAXON FINK & KOLSKI, LLP

2600 DOUGLAS ROAD
SUITE 1003
CORAL GABLES, FLORIDA 33134-6143

(305) 371-9575

FAX (305) 371-8011

H. JAMES CATLIN, JR.
RETIRED

October 6, 2014

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

Via Federal Express

Re: Articles of Conversion for Palmetto Bay Home Corp into Palmetto Bay Home Corp., LLC

Ladies and Gentlemen:

Enclosed are the original Articles of Conversion for the above referenced corporation, and the new Articles of Organization for the limited liability company.

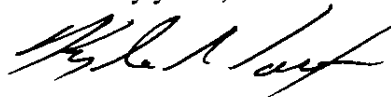
Please return all correspondence concerning this matter to the following:

Kyle R. Saxon, Esq.
Catlin Saxon Fink & Kolski, LLP
2600 Douglas Road, Suite 1003
Coral Gables, FL 33134

For further information contact the undersigned at 305-371-9575. My email address is kylesaxon@catlin-saxon.com.

Enclosed is our check for \$150.00, which includes \$25.00 for the conversion and \$125.00 to cover the filing of the Articles of Organization for the limited liability company.

Sincerely yours,



KYLE R. SAXON

ARTICLES OF CONVERSION
For
PALMETTO BAY HOME CORP
Into
PALMETTO BAY HOME, LLC
a Florida limited liability company

ARTICLE I - NAME

These Articles of Conversion and the attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company, in accordance with Section 605.1045, Florida Statutes.

1. The name of the Corporation immediately prior to the filing of these Articles of Conversion is

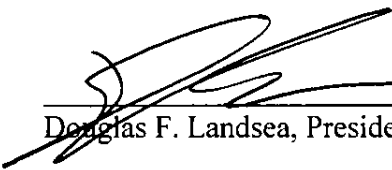
PALMETTO BAY HOME CORP

2. **PALMETTO BAY HOME CORP** is a Florida corporation first incorporated under the laws of the State of Florida, on September 19, 2014.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

PALMETTO BAY HOME, LLC

4. The effective date of this conversion is the date of filing.
5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 15 day of October, 2014.



Douglas F. Landsea, President

Landsea Developments, LLC, Incorporator

By: 

Douglas F. Landsea, Manager

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
PALMETTO BAY HOME, LLC**
a Florida limited liability company

ARTICLE I - NAME

The name of the Limited Liability Company is:

PALMETTO BAY HOME, LLC

ARTICLE II - ADDRESS

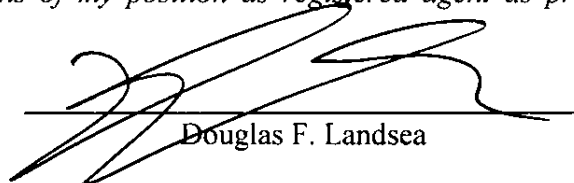
The mailing address and the street address of the principal office of the Limited Liability Company is 8807 S.W. 153 Terrace, Palmetto Bay, Florida 33157.

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE,
AND REGISTERED AGENT SIGNATURE**

The name and street address of the registered agent are:

Douglas F. Landsea
8807 S.W. 153 Terrace
Palmetto Bay, FL 33157

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 as provided for in Chapter 605, Florida Statutes.


Douglas F. Landsea

ARTICLE IV - MANAGEMENT

The Limited Liability Company shall be managed by its Managers. The initial Manager of the Limited Liability Company and his address is:

Douglas F. Landsea
8807 S.W. 153 Terrace
Palmetto Bay, FL 33157

ARTICLE IV - MEMBER

The sole Member of the Limited Liability Company is Landsea Development Group, LLC, a Florida limited liability company, whose address is 8807 S.W. 153 Terrace, Palmetto Bay, FL 33157.

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ARTICLE V - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization shall be the filing date.

(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 in Section 817.155, Florida Statutes)

**LANDSEA DEVELOPMENT GROUP, LLC, a
Florida Limited Liability Company, the Sole
Member**

By: _____

DOUGLAS F. LANDSEA, Manager

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