

L14000190413

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

W14-74236

(Business Entity Name)

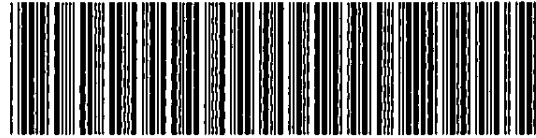
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Called 1/12/14  
Spoke w/ Rick  
Needed eff date  
added. Said  
w/ set.

Office Use Only



500263282085

12/15/14--01001--015 \*\*240.00

RECEIVED  
DEPARTMENT OF STATE  
14 DEC 12 PM 4:45

FILED  
DEPARTMENT OF STATE  
TALLAHASSEE, FL 32302  
14 DEC 12 PM 4:50

M. MILLIGAN  
EXAMINER

DEC 15 2014



**NRAI  
CORPORATE  
SERVICES**

A d/b/a of CorpDirect Agents, Inc.

800-388-2123

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*CORPDIRECT AGENTS IS NOW NRAI CORPORATE SERVICES*

## **Memorandum**

**DATE:** December 12, 2014

~~**TO:** Nanette~~

**FROM:** Ricky Soto

**RE:** Summer Hill Apartments Conversion Filing

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Hi Nanette,

Per our phone conversation, enclosed please find the above-referenced conversion. Please file this for us today while our runner waits and provide us three (3) certified copies as evidence (copies are provided for you to do so). Michelle Milligan had already looked it over for us and indicated she did not see any issues with the filing.

If you have any questions, do not hesitate to contact me. Thanks for your assistance!

Ricky Soto  
850-222-1173  
[rsoto@nrai.com](mailto:rsoto@nrai.com)

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

FILING COVER SHEET  
ACCT. #FCA-23

CONTACT: RICKY SOTO

DATE: 12/12/2014

REF. #: 9375038

CORP. NAME: SUMMER HILL APARTMENTS, INC. converting to SUMMER HILL APARTMENTS, 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# 70032226 FOR \$ 240.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- CERTIFIED COPY (THREE)
- CERTIFICATE OF STATUS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 12, 2014

NRAI CORPORATE SERVICES  
ATTN: RICKY SOTO  
WALK-IN, WILL WAIT  
TALLAHASSEE, FL

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE

SUBJECT: SUMMER HILL APARTMENTS, LLC  
Ref. Number: W14000074236

12/12/14

We have received your document for SUMMER HILL APARTMENTS, LLC and your check(s) totaling \$240.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the date on which, and the jurisdiction in which, the other business entity was first organized and, if changed, its jurisdiction immediately prior to the conversion.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Nanette Causseaux  
Regulatory Specialist II Supervisor

Letter Number: 914A00026373

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE

12/12/14

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE

12/12/14

RECEIVED  
DEPARTMENT OF STATE  
14 DEC 15 AM 9:59

Articles of Conversion  
of Summer Hill Apartments Inc.,  
a Florida corporation  
to Summer Hill Apartments, LLC,  
a Florida limited liability company

FILED  
14 DEC 12 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 605.1045, of the Florida Revised Limited Liability Company Act, and Section 607.1113 of the Florida Business Corporation Act, Summer Hill Apartments Inc., a corporation organized and existing under the laws of the State of Florida, for the purpose of converting to a limited liability company organized and existing under the laws of the State of Florida, hereby submits the following:

328601

Article I

Converting Entity

The converting entity's name, jurisdiction of formation and type of entity are:

Summer Hill Apartments Inc. is a corporation organized and existing under the laws of the State of Florida.

Article II

Converted Entity

The converted entity's name, jurisdiction of formation and type of entity are:

Summer Hill Apartments, LLC is a limited liability company organized and existing under the laws of the State of Florida.

Article III

Public Organic Record

Attached hereto are Articles of Organization of Summer Hill Apartments, LLC, for filing with the Department of State of the State of Florida contemporaneous with the filing of these Articles of Conversion.

Article IV

Appraisal Rights

Summer Hill Apartments, LLC has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061 through 605.1072 of the Florida Statutes.

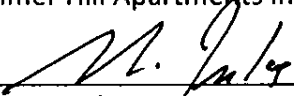
Article V

Plan of Conversion

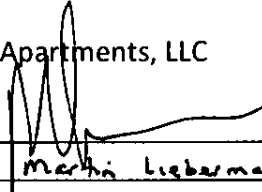
Summer Hill Apartments Inc. approved and adopted a Plan of Conversion in accordance with the provisions of all applicable Florida Statutes.

Executed this 11<sup>th</sup> day of December, 2014.

Summer Hill Apartments Inc.

By:   
Name: NIRVAN ISSLEY  
Title: PRESIDENT

Summer Hill Apartments, LLC

By:   
Name: Merhi Lieberman  
Title: Authorized Representative

FILED  
14 DEC 12 PM 4:50  
PROPERTY OF STATE  
TALLAHASSEE, FL 32309

FILED  
14 DEC 12 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**SUMMER HILL APARTMENTS, LLC**

The undersigned, for the purpose of organizing a limited liability company under the Florida Revised Limited Liability Company Act, upon the conversion of Summer Hill Apartments Inc., a Florida corporation, adopts the following Articles of Organization:

**ARTICLE I**

Name

The name of the Company is **SUMMER HILL APARTMENTS, LLC** and its principal and mailing address is 2655 South Bayshore Drive, Miami, Florida 33133

**ARTICLE II**

Duration

The duration of the Company is perpetual.

**ARTICLE III**

Purposes

The general purposes for which the Company is organized are:

1. To transact any lawful business for which limited liability companies may be organized under the Florida Revised Limited Liability Company Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

FILED  
14 DEC 12 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV

##### Registered Office and Agent

The street address of the registered office of the Company is Suite 602, 3850 Bird Road, Miami, Florida 33146, and the name of its registered agent at such address is Brent D. Klein.

#### ARTICLE V

##### Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company and upon such terms and conditions as shall be determined by all the members.

#### ARTICLE VI

##### Termination of Existence

The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

#### ARTICLE VII

##### Management

The Company shall be manager managed, subject to, and in accordance with, the operating agreement adopted by, and any written agreements entered into by, the members for the management of the business and affairs of the Company. The names and addresses of the persons who are to serve as the initial managers of the Company are:

Martin Lieberman  
2655 South Bayshore Drive  
Miami, Florida 33133

Ben Lieberman  
2655 South Bayshore Drive  
Miami, Florida 33133



Norman Issley  
2655 South Bayshore Drive  
Miami, Florida 33133

Sidney Horn  
2655 South Bayshore Drive  
Miami, Florida 33133

FILED  
14 DEC 12 PM 4:50  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
PALM BEACH COUNTY, FLORIDA

**ARTICLE VIII**

Voting

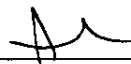
Except as otherwise provided in the operating agreement adopted by, and any written agreement entered into by, the members, with respect to any matter requiring a vote of the members, each member shall have one vote for each one percent (1%) interest in the Company.

**ARTICLE IX**

Operating Agreement

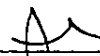
Except as otherwise provided in the operating agreement adopted by, and any written agreement entered into by, the members, the members may from time to time, by majority vote, adopt, alter, amend or repeal the operating agreement for the Company.

Executed by the undersigned, as the authorized representative of the member, this 14<sup>th</sup> day of December, 2014.

  
\_\_\_\_\_  
Brent D. Klein

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent by the above limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

  
\_\_\_\_\_  
Brent D. Klein