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(Requestor's Name)

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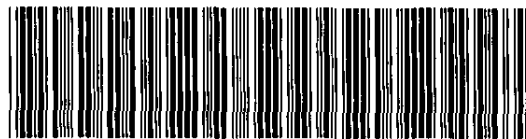
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15 JUN 26 AM 9:45
MILLIGAN EXAMINER

M. MILLIGAN
EXAMINER

JUN 26 2015



ATTORNEYS AT LAW

Jason P. Rudderman

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June 26, 2015

Via email to Michelle.Milligan@DOS.MyFlorida.com; Annette.Ramsey@DOS.MyFlorida.com

Michelle and Annette,

Per our conversation, attached please find the executed documents evidencing the conversion of The Lodge at Ponte Vedra Beach, Ltd., a Florida limited partnership, into a Florida limited liability company named The Lodge at Ponte Vedra Beach, LLC. In connection with the filing of the attached documents, you are authorized to deduct \$260.00 (or such other amount as may be necessary to effect the filing of the attached documents) from our firm's Sunbiz e-file account, which amount represents your fee to file the conversion documents and to deliver a certified copy of the certificate of conversion and articles of organization for the newly converted limited liability company. Our Sunbiz account number is 076666002273.

If you have any questions, please feel free to contact me

Thank you,

A handwritten signature in black ink, appearing to read "JR", written over a horizontal line.

Jason Rudderman

JPR/kr
Attach

JAX\1972601_1

EFFECTIVE DATE

6/26/15

FILED
15 JUN 26 AM 9:45
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

ARTICLES OF CONVERSION
OF
THE LODGE AT PONTE VEDRA BEACH, LTD.
INTO
THE LODGE AT PONTE VEDRA BEACH, LLC

Pursuant to Section 605.1045 and Section 620.2104, Florida Statutes, the undersigned converting entity files these Articles of Conversion for the purpose of converting **THE LODGE AT PONTE VEDRA BEACH, LTD.**, a Florida limited partnership, into **THE LODGE AT PONTE VEDRA BEACH, LLC**, a Florida limited liability company.

1. Converting Entity. The Lodge at Ponte Vedra Beach, Ltd., a Florida limited partnership, has been converted into a Florida limited liability company (the "Conversion").

2. Converted Entity.

| Name | Jurisdiction | Form of Entity |
|-------------------------------------|--------------|---------------------------|
| THE LODGE AT PONTE VEDRA BEACH, LLC | Florida | Limited Liability Company |

3. The Conversion was approved by THE LODGE AT PONTE VEDRA BEACH, LTD. as required by (i) the Florida Revised Uniform Limited Partnership Act of 2005 and (ii) the Florida Revised Limited Liability Company Act.

4. The Articles of Organization of THE LODGE AT PONTE VEDRA BEACH, LLC are attached hereto as Exhibit A.

5. The Lodge at Ponte Vedra Beach, LLC has agreed to pay to its members having appraisal rights the amount to which such members are entitled under sections 605.1006 and 605.1061-605.1072, Florida Statutes.

6. The Conversion shall become effective as of 9:45 a.m. EDT on June 26, 2015 or, if later, the date upon which these Articles of Conversion are filed with the Florida Secretary of State.

IN WITNESS WHEREOF, THE LODGE AT PONTE VEDRA BEACH, LTD. has caused these Articles of Conversion to be signed in its name as of the 26th day of June, 2015.

THE LODGE AT PONTE VEDRA BEACH,
LTD.

By: Ponte Vedra Lodge, Inc., General Partner

By:

Jack C. Lucders, Jr.,
Vice President

Exhibit A

(See Attached)

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ALBANY, NEW YORK
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CLERK OF COURT
JACKSONVILLE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
THE LODGE AT PONTE VEDRA BEACH, LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as the same may from time to time be amended, superseded or replaced (the "Act").

ARTICLE I - NAME

The name of this limited liability company (the "Company") is The Lodge at Ponte Vedra Beach, LLC.

ARTICLE II - ADDRESS

The address of the principal office of the Company is 607 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082. The mailing address of the Company is P.O. Box 23627, Jacksonville, Florida 32241.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 9540 San Jose Boulevard, Jacksonville, Florida 32257, and the name of its initial registered agent at such address is James E McCormack.

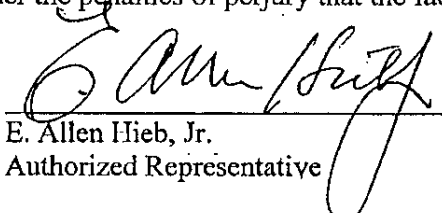
ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company is to be managed by its members and is, therefore, a member-managed company.

ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 26th day of June, 2015. In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



E. Allen Hieb, Jr.
Authorized Representative

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, 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:

The Lodge at Ponte Vedra Beach, LLC
2. The name and address of the registered agent and office are:

James E. McCormack
9540 San Jose Boulevard
Jacksonville, Florida 32257

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.

Dated: June 12 2015

Signature of Registered Agent

James E. McCormack
James E. McCormack

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