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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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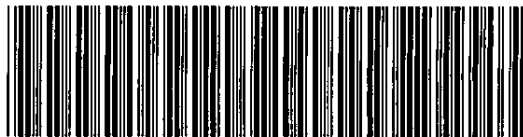
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

JUL 15 2015
W PAINTER

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher
Gregory T. Martini
Charles S. Sacher

Melissa R. Smith
Natalie E. Urbetta

July 8, 2015

Via Federal Express Tracking # 8071 5201 3669

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

Re: Gables Projects, Inc.
Our File No. 4139-2

Dear Sir/Madam:

On behalf of the above-referenced corporation, I enclose herewith an original and one (1) copy of the fully executed Articles of Conversion and attached Articles of Organization, together with our firm check in the amount of \$180.00.

Please cause the original copy of the Articles of Conversion and Articles of Organization to be filed among the corporate records of the State of Florida. Please return one (1) certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee - Articles of Conversion	\$ 25.00
Filing Fee - Articles of Organization	125.00
Certified Copy Fee	<u>30.00</u>
TOTAL	\$180.00

Thank you for your attention to this matter.

Sincerely,



Charles S. Sacher

CSS:mrs

Enclosures

cc: Mr. Scott L. N. Davidson (via email only)

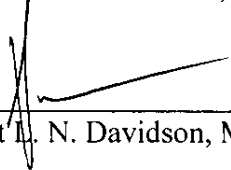
ARTICLES OF CONVERSION
OF
GABLES PROJECTS, INC.

These Articles of Conversion and the attached Articles of Incorporation are submitted to convert the following Florida corporation for profit into a Florida limited liability company in accordance with s. 605.1045, Florida Statutes:

- FIRST: The name of the Florida corporation for profit immediately prior to the filing of these Articles of Conversion is GABLES PROJECTS, INC., which is a corporation for profit first incorporated under the laws of the State of Florida on December 28, 1998, Florida document number P98000107924.
- SECOND: The name of the Florida limited liability company, as set forth in the attached Articles of Organization, is GABLES PROJECTS, LLC.
- THIRD: The Plan of Conversion has been approved in accordance with all applicable laws.
- FOURTH: The effective date of such conversion shall be the date of filing of these Articles of Conversion.

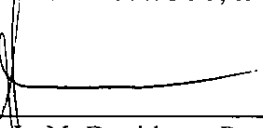
WITNESS my hand and seal this 1st day of July, 2015.

GABLES PROJECTS, LLC



Scott L. N. Davidson, Manager

GABLES PROJECTS, INC.



Scott L. N. Davidson, President

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF
GABLES PROJECTS, LLC

The undersigned, desiring to form a limited liability company under and pursuant to §605.0201, Florida Statutes, does hereby certify as follows:

- FIRST: The name of said limited liability company shall be Gables Projects, LLC.
- SECOND: Gables Projects, LLC shall exist in perpetuity.
- THIRD: Copies of the Operating Agreement of Gables Projects, LLC may be obtained from the Manager at 2655 LeJeune Road, Suite 711, Coral Gables, Florida 33134, which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of Gables Projects, LLC shall be 2655 LeJeune Road, Suite 711, Coral Gables, Florida 33134.
- FOURTH: The purposes for which Gables Projects, LLC is formed are:
- A. To trade, buy, lease, improve and sell real estate and personal property; to invest in stocks, bonds and any and all other securities and to participate in buying, selling and trading of the same; to invest in various business ventures and the purchasing and holding of the equity interests therein; and to loan, borrow or raise monies for any of the purposes of the limited liability company.
 - B. To engage in such other lawful acts or activities for which limited liability companies may be formed under §605.0108, Florida Statutes.
- FIFTH: The maximum number of ownership units which Gables Projects, LLC is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.
- SIXTH: Gables Projects, LLC, desiring to organize under the laws of the State of Florida as a limited liability company, has designated its initial registered office at 2655 LeJeune Road, Suite PH1-F, Miami-Dade County, Coral Gables, Florida, 33134 and has named Laura Russo as its initial Registered Agent who is located at such address.
- SEVENTH: The name and street address of the subscriber to these Articles of Organization of Gables Projects, LLC is as follows:

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CLERK OF DISTRICT COURT
MAY 11 - 9 PM 10:20
11-11-11

Name

Address

Charles S. Sacher

2655 LeJeune Rd., Suite 1101
Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by its Manager who shall be elected by the Members and who shall be elected in accordance with the Operating Agreement.

The name and street address of the initial Manager, who shall hold office for the first year of its existence or until his or her successor is elected and qualified is as follows:

Name

Address

Scott L. N. Davidson

2655 LeJeune Road, Suite 711
Coral Gables, FL 33134

NINTH: In accordance with the provisions of §605.0207, Florida Statutes, the effective date of existence is specified to be the date of filing of these Articles of Organization.

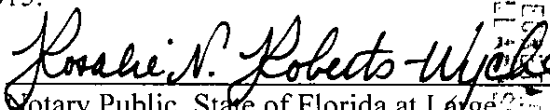
WITNESS my hand and seal this 1st day of July, 2015.


_____(SEAL)
Charles S. Sacher, Subscriber

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared Charles S. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

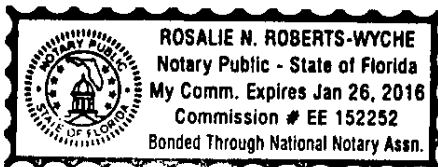
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 1st day of July, 2015.



Notary Public, State of Florida at Large

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ALL FLORIDA

My commission expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to as registered agent and to accept service of process for Gables Projects, LLC at the place designated in Section SIXTH of the Articles of Organization to which this Acknowledgment is attached, I hereby acknowledge that I am familiar with and accept the obligations of that position as provided for in Chapter 605, Florida Statutes.

 (SEAL)
Laura Russo, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FL 32399