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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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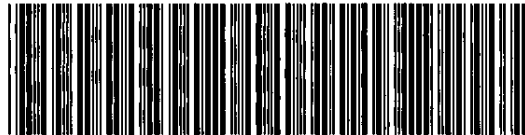
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
16 APR 15 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMITH HULSEY & BUSEY

April 14, 2016

VIA FEDERAL EXPRESS

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

Re: Conversion of The Academy at Julington Creek, Inc.

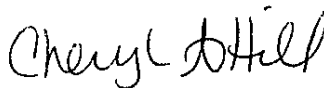
Dear Sir or Madam:

Enclosed are the following original documents to convert The Academy at Julington Creek, Inc., a Florida corporation, into The Academy at Julington Creek, LLC, a Florida limited liability company:

1. Articles of Conversion;
2. Articles of Organization; and
3. Certificate of Designation of Registered Agent/Registered Office.

Also enclosed is a check in the amount of \$150.00 for the filing fee. Please call me at (904) 359-7810 if you have any questions regarding this filing.

Sincerely,



Cheryl A. Hill

Enclosures
13569.030494

ATTORNEYS

{00926681-1}

225 WATER STREET, SUITE 1800 • P.O. BOX 53315 • JACKSONVILLE, FL 32201-3315
OFFICE 904.359.7700 • FAX 904.359.7708 • FEDERAL ID 59-2100518

ARTICLES OF CONVERSION

for the conversion of

THE ACADEMY AT JULINGTON CREEK, INC.
a Florida corporation

into


THE ACADEMY AT JULINGTON CREEK, LLC
a Florida limited liability company

These Articles of Conversion and the attached Articles of Organization are submitted for the conversion of The Academy at Julington Creek, Inc., a Florida corporation (the "Corporation") into The Academy at Julington Creek, LLC, a Florida limited liability company (the "Company") in accordance with §605.1045, Florida Statutes.


1. The name of the Corporation immediately prior to the filing of these Articles of Conversion is The Academy at Julington Creek, Inc.
2. The Corporation was first formed under the laws of the State of Florida on June 24, 2004.
3. The name of the Company as set forth in the attached Articles of Organization (the "Articles") is The Academy at Julington Creek, LLC, a limited liability company organized under the laws of the State of Florida.
4. The address of the principal office of the Company is set forth in the Articles.
4. The Corporation has converted into the Company and the Plan of Conversion has been approved in accordance with Chapter 607, Florida Statutes.
5. These Articles of Conversion shall be effective as of April 15, 2016.
6. All of the shareholders of the Corporation have waived any appraisal rights under §607.1301 – 607.1333.

Signed this 4th day of April, 2016.

**THE ACADEMY AT JULINGTON
CREEK, INC.**


Lucinda S. Chapin, Shareholder

**THE ACADEMY AT JULINGTON
CREEK, LLC**


Lucinda S. Chapin, Manager

FILED
16 APR 15 PM 12:16
STATE OF FLORIDA
JULINGTON CREEK, FLORIDA

**ARTICLES OF ORGANIZATION
OF
THE ACADEMY AT JULINGTON CREEK, LLC**

The undersigned organizer, who is the authorized representative of The Academy at Julington Creek, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is The Academy at Julington Creek, LLC.

ARTICLE II - PRINCIPAL OFFICE

The street and mailing address of the principal office of the Company is 7575 Centurion Parkway, Jacksonville, Florida 32256.

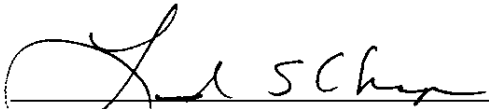
ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Lucinda S. Chapin and 7575 Centurion Parkway, Jacksonville, Florida 32256.

ARTICLE IV - MANAGEMENT

The Company shall be a manager-managed company. The initial manager shall be Lucinda S. Chapin.

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 4th day of April, 2016.



Lucinda S. Chapin
Authorized Representative

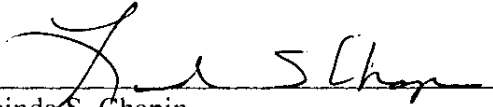
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE ACADEMY AT JULINGTON CREEK, LLC, A FLORIDA LIMITED LIABILITY COMPANY, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is The Academy at Julington Creek, LLC.
2. The name and street address of the registered agent are Lucinda S. Chapin and 7575 Centurion Parkway, Jacksonville, Florida 32256.

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, Lucinda S. Chapin hereby accepts the appointment as registered agent and agrees to act in this capacity. Lucinda S. Chapin further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 605, Florida Statutes.

Dated this ____ day of April, 2016.



Lucinda S. Chapin