

L16000151328

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

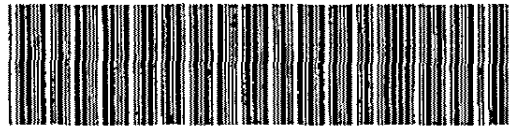
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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FILED

16 AUG 12 PM 2:04

16 AUG 12 PM 2:09

Software - 11/1/10

16
8/15/16

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 253152 4352702
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 180.00

ORDER DATE : August 12, 2016

ORDER TIME : 1:27 PM

ORDER NO. : 253152-005

CUSTOMER NO: 4352702

DOMESTIC AMENDMENT FILING

NAME: MILES PARTNERSHIP, LLC

EFFECTIVE DATE: _____

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER'S INITIALS: _____

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16 AUG 12 PM 2:04

Insert – For Information Only

#L16000151328

Conversion event added to #M06000001132...Miles Media Group, LLC which changed its name to Miles Partnership, LLC in jurisdiction, but not with Florida.

L16 - 151328
MO6 - 1132

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "MILES MEDIA GROUP,
LLC", CHANGING ITS NAME FROM "MILES MEDIA GROUP, LLC" TO "MILES
PARTNERSHIP, LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH
DAY OF JUNE, A.D. 2016, AT 4:29 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4067665 8100
SR# 20164663373

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202574409
Date: 06-28-16

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:29 PM 06/27/2016
FILED 04:29 PM 06/27/2016
SR 20164663373 - File Number 4067665

1. Name of Limited Liability Company:

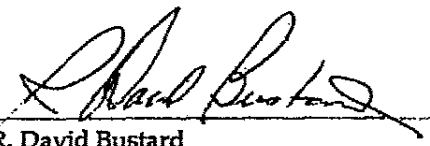
Miles Media Group, LLC

2. The Certificate of Formation of the Limited Liability Company is hereby
amended as follows:

First: The name of the Limited Liability Company is:

Miles Partnership, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment
on the 23rd day of June 2016.

By: 
R. David Bustard
As its Authorized Person

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "MILES PARTNERSHIP, LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF AUGUST, A.D. 2016, AT 12:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE LIMITED LIABILITY COMPANY HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE LIMITED LIABILITY COMPANY SHALL CEASE TO EXIST AS A LIMITED LIABILITY COMPANY OF THE STATE OF DELAWARE.



4067665 0265C
SR# 20165400575

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202842122
Date: 08-17-16

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
CONVERTING
MILES PARTNERSHIP, LLC
FROM A DELAWARE LIMITED LIABILITY COMPANY TO A NON-DELAWARE ENTITY**

Pursuant to Chapter 18 of the Delaware Limited Liability Company Act, the undersigned, duly authorized, does hereby certify for and on behalf of Miles Partnership, LLC, a Delaware limited liability company created pursuant to Delaware law, (the "Company"), that:

1. **Name of Converting Entity.** The name of the Company is:

Miles Partnership, LLC
2. **Date of Formation.** The date on which the Company was formed is:

November 29, 2005
3. **Jurisdiction of Converted Entity.** The jurisdiction to which the Company shall convert to is:

Florida
4. **Name of Converted Entity.** The name under which the Company shall be known as is:

Miles Partnership, LLC
5. The conversion has been approved in accordance with this section by the unanimous consent of the Managers.
6. The Company may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the Company arising while it was a Company of the State of Delaware, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.
7. The address to which a copy of the process shall be mailed to by the Secretary of State is:

6751 Professional Parkway West
Suite 200
Sarasota, FL 34240

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion on the 2nd day of August 2016.


David Burgess
As its Authorized Representative

3860168.v1

Insert - END

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

FILED
16 AUG 12 PM 2:04

These Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with F.S. § 605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is: **MILES PARTNERSHIP, LLC** (the "Converting Entity").
2. The "Converting Entity" is a Delaware limited liability company first formed under the laws of the state of Delaware on November 29, 2005, Document No. 4067665, and the jurisdiction has not been changed.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: **MILES PARTNERSHIP, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 605, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 605, Florida Statutes.
6. The Converted Entity has agreed to pay any members having appraisal rights the amount to which they are entitled under Chapter 605, Florida Statutes.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion as of the 2nd day of August 2016.

MILES PARTNERSHIP, LLC,
a Delaware limited liability company

By: 
David Burgess
As its Manager

MILES PARTNERSHIP, LLC,
a Florida limited liability company

By: 
David Burgess
As its Manager

**ARTICLES OF ORGANIZATION
OF
MILES PARTNERSHIP, LLC**

FILED
16 AUG 12 PM 2:04
CLERK OF DISTRICT COURT
SARASOTA COUNTY, FLORIDA

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company"), under the Florida Revised Limited Liability Company Act (Chapter 605, Florida Statutes) and in accordance with F.S. § 605.0201.

1. Name. The name of the Company is:

Miles Partnership, LLC

2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 6751 Professional Parkway West, Suite 200, Sarasota, Florida 34240.

3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Cross Street Corporate Services, LLC, 200 South Orange Avenue, Sarasota, Florida 34236.

4. Management. The Company shall be a manager-managed company. The names and addresses of the initial managers of the Company are:

Roger W. Miles
6751 Professional Parkway West
Suite 200
Sarasota, Florida 34240

Robert A. Comey
6751 Professional Parkway West
Suite 200
Sarasota, Florida 34240

Jon Slabaugh
6751 Professional Parkway West
Suite 200
Sarasota, Florida 34240

David Burgess
6751 Professional Parkway West
Suite 200
Sarasota, Florida 34240

Managers may be appointed or removed in the manner provided in the Operating Agreement of the Company.

5. Existence. In accordance with F.S. § 605.0207, the Company's existence shall

begin at the date and time these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement.

6. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned member or authorized representative has executed these Articles of Organization as of the 2nd day of August 2016 (the "Execution Date").


David Burgess
Member or Authorized Representative

ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 605.0201(2)(c) and 605.0113, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Revised Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

Cross Street Corporate Services, LLC,
a Florida limited liability company

By: 
R. David Bustard
As its Vice President

3660228.v1

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16 AUG 12 PM 2:04

**STATEMENT BY MANAGER
OF
MILES PARTNERSHIP, LLC,
A FLORIDA LIMITED LIABILITY COMPANY
REGARDING NAME CONSENT**

The undersigned is the Manager of Miles Partnership, LLC, a Florida limited liability company, which was duly formed in Florida effective on the filing date of the conversion (the "Company"). On behalf of the Company, the members and managers have consented to the use of the name "Miles Partnership" by Mile Partnership, LP and Miles Partnership, LLLP in the State of Florida.

Miles Partnership, LLC, Miles Partnership, LP, and Miles Partnership, LLLP, are governed by the same individuals and have chosen similar names for business purposes.

Dated this 2nd day of August 2016.


David Burgess
Manager of Miles Partnership, LLC,
a Florida limited liability company

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