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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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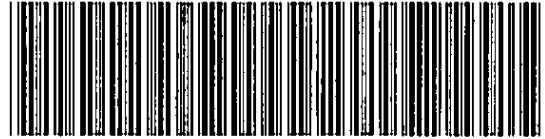
(Business Entity Name)

(Document Number)

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

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2019 DEC -3 AM 9:13  
CLERK OF STATE  
JULIA A. BEECHER

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** OLCDC VILLAS DEL LAGO HOLDING, LLC

To Whom It May Concern:

The enclosed Articles of Conversion, Articles of Organization, Certificate of Designation of Registered Agent/Registered Office, and fees are submitted to convert a Florida Limited Partnership into a Florida Limited Liability Company in accordance with Section 620.2104(1)(c) and Section 605.1045, Florida Statutes.

Please return all correspondence concerning this matter to:

Willie Logan  
Opa-Locka Community Development Corporation, Inc.  
8230 210<sup>th</sup> Street South  
Boca Raton, Florida 33433

For further information concerning this matter, please call:

Eric Strickland at ( 317 ) 809 - 6960  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$150.00 Filing Fees ( \$25 for Conversion & \$125 for Articles of Organization )	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input checked="" type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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**ARTICLES OF CONVERSION  
FOR  
"OTHER ORGANIZATION"  
INTO  
"FLORIDA LIMITED LIABILITY COMPANY"**

These Articles of Conversion and Articles of Organization are submitted to convert the following Florida Limited Partnership into a Florida Limited Liability Company in accordance with Section 620.2104(1)(c) and Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" converting into the Florida Limited Liability Company is Villas Del Lago, Ltd.
2. The "Other Business Entity" is a Florida limited partnership first registered with the State of Florida Division of Corporation on July 29, 1998, and its Document Number is A98000001830.
3. The name of the converted entity, as set forth in the attached Articles of Organization is OLCDC Villas Del Lago Holding, LLC, a Florida limited liability company.
4. The Limited Liability Company is formed under the laws of the State of Florida.
5. The plan of conversion was approved by the converting "Other Business Entity" in accordance to Chapter 620, Florida Statutes, and in accordance to Chapter 605, Florida Statutes; the applicable law governing the converted Florida Limited Liability Company.
6. The conversion shall be effective on the date of filing.
7. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, Florida Statutes.

Signed this 2 day of ~~December~~ 2019 by the sole General Partner of Villas Del Lago, Ltd.

**Converting Entity**

**Villas Del Lago, Ltd.,** a Florida limited partnership

MSHC-VILLAS DEL LAGO, INC., a Florida  
corporation, the sole general partner

By: \_\_\_\_\_

Willie Logan, President

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ARTICLES OF ORGANIZATION  
OF  
OLCDC VILLAS DEL LAGO HOLDING, LLC

The undersigned, acting as the organizer of OLCDC VILLAS DEL LAGO HOLDING, LLC under the Revised Florida Limited Liability Company Act, constituting Fla. Stat. sections 605.0101-605.1108 (the “**Act**”), adopts the following Articles of Organization:

**Article I – Name:**

The name of the limited liability company is OLCDC VILLAS DEL LAGO HOLDING, LLC (the “**Company**”).

**Article II – Address:**

The mailing address and street address of the principal office of the Company is be 8230 210th Street South, Boca Raton, Florida 33433.

**Article III – Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the operating agreement of the Company in effect from time to time (the “**Operating Agreement**”).

**Article IV – Management:**

The Company is to be managed by a manager. The name and address of the initial manager of the Company is:

Opa-Locka Community Development Corporation, Inc.  
8230 210<sup>th</sup> Street South  
Boca Raton, FL 33433

**Article V – Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Opa-Locka Community Development Corporation, Inc. and the street address of the Company's initial registered office is 8230 210th Street South, Boca Raton, Florida 33433.


**Article IX – Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization.

**IN WITNESS WHEREOF**, the undersigned Authorized Representative has executed these Articles of Organization to be effective on the date of their filing with the Florida Secretary of State.

**AUTHORIZED REPRESENTATIVE:**

**OPA-LOCKA COMMUNITY DEVELOPMENT CORPORATION, INC.**, a Florida not for profit corporation

By:   
Name: Willie Logan  
Title: President

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

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: OLCDC Villas Del Lago Holding, LLC.
2. The name and address of the registered agent and office is:

Opa-Locka Community Development Corporation, Inc.  
8230 210th Street South  
Boca Raton, Florida 33433

**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.**

**OPA-LOCKA COMMUNITY DEVELOPMENT  
CORPORATION, INC., a Florida not for profit  
corporation**

By: W  
Name: Willie Logan  
Title: President

Dated this 2 day of December, 2019.