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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

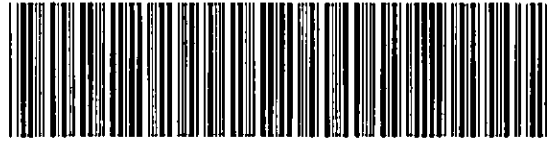
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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W20-3294

2020 JAN 15 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FL

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N CULLIGAN

APR 8 2020

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GEM ISLAND INVESTMENT LLC

(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

ANDREA M. KANSKI

(Contact Person)

CLARK HILL PLC

(Firm/Company)

151 S OLD WOODWARD AVE., SUITE 200

(Address)

BIRMINGHAM, MICHIGAN 48009

(City, State and Zip Code)

AKANSKI@CLARKHILL.COM

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

ANDREA M. KANSKI

at (313) 965-8589

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 15, 2020

ANDREA M. KANSKI
151 S OLD WOODWARD AVE STE 200
BIRMINGHAM, MI 48009 US

SUBJECT: GEM ISLAND INVESTMENT LLC
Ref. Number: W20000003294

We have received your document for GEM ISLAND INVESTMENT LLC and check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Carlos E Rico
Regulatory Specialist II

Letter Number: 320A00001142

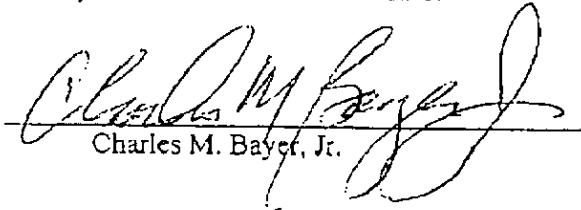
AFFIDAVIT

STATE OF MICHIGAN)
) SS.
COUNTY OF WAYNE)

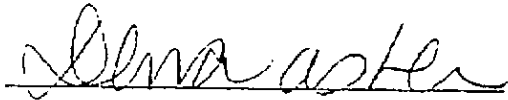
Charles M. Bayer, Jr., being sworn, says:

1. He is the President of Gem Island Investment, Inc., a Florida corporation which filed a voluntary dissolution as of December 18, 2019.

2. Gem Island Investment, Inc. has no intention of reinstating, and therefore releases the name, Gem Island Investment, for use by Gem Island Investment LLC.


Charles M. Bayer, Jr.

Subscribed and sworn to before me,
this 31st day of January, 2020.



Notary Public, _____ County, MI
Acting in the County of _____
My Commission Expires: _____

DENA ASHER
Notary Public, State of Michigan
County of Wayne
My Commission Expires 08-25-2024
Acting in the County of Wayne

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SECRETARY OF STATE
TALLAHASSEE, FL

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The 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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
GEM ISLAND INVESTMENT LIMITED PARTNERSHIP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED PARTNERSHIP A95 000001401
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on 09/18/1995
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
GEM ISLAND INVESTMENT LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 17 day of December 2019.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: x Charles M. Bayer, Jr.
Printed Name: Charles M. Bayer, Jr., President, Lewiston Investment Company Title: Manager

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: x Charles M. Bayer, Jr.
Printed Name: Charles M. Bayer, Jr., President, Gem Island Investment, Inc. Title: General Partner

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GEM ISLAND INVESTMENT LLC

(Must contain the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

11300 US HIGHWAY 1
SUITE 100
PALM BEACH GARDENS, FL 33408

Mailing Address:

11300 US HIGHWAY 1
SUITE 100
PALM BEACH GARDENS, FL 33408

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Sheila B. Crosby.

Name

11300 US HIGHWAY 1, SUITE 100

Florida street address (P.O. Box **NOT** acceptable)

PALM BEACH GARDENS FL 33408

City

Zip

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 as provided for in Chapter 605, F.S..

x Sheila B Crosby
Registered Agent's Signature (REQUIRED)

(CONTINUED)

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TALLAHASSEE, FL

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ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

LEWISTON INVESTMENT COMPANY,

a Michigan corporation,

67 Lewiston Rd., Grosse Pointe Farms, MI 48236

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

x *Charles M. Bayer, Jr.*

Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Charles M. Bayer, Jr., President of Lewiston Investment Company, its Manager

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)

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TALLAHASSEE, FL