

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L99000000 9149

BE Gainesville Properties, Ltd.

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-12/23/99--01044--018
****180.00 ****180.00

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☒ Art. of Amend. File **Conversion Cert.**
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☒ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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99 DEC 23 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

GA 12/23 L99-9149

Signature

Requested by:

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

CERTIFICATE OF CONVERSION

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was: **BE Gainesville Properties, Ltd.**, being a Florida limited partnership.

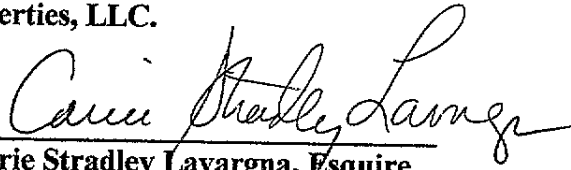
SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

A. Date: January 1, 1999

B. Jurisdiction: Florida

THIRD: The name of the limited liability company as set forth in the attached articles of organization is: **BE Gainesville Properties, LLC.**

By:


Carrie Stradley Lavagna, Esquire
Authorized Representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA

**Articles of Organization for
BE Gainesville Properties, LLC
A Florida Limited Liability Company**

**ARTICLE 1
NAME**

The name of this Limited Liability Company is: BE Gainesville Properties, LLC.

**ARTICLE 2
DURATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

**ARTICLE 3
PRINCIPAL OFFICE AND REGISTERED AGENT**

The mailing address and street address of the principal office of the limited liability company is 9250 SW 83rd Street, Miami, Florida 33173. The name and address of the initial registered agent of the limited liability company is Carrie Stradley Lavargna.

**ARTICLE 4
MANAGEMENT**

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE 5

CONTINUATION OF BUSINESS

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6

ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the unanimous consent of the members. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

ARTICLE 7

INDEMNITY OF MEMBERS AND MANAGERS

The limited liability company shall indemnify and hold harmless its members and its managers from and against any and all claims, demands, and liabilities whatsoever, incurred in connection with the limited liability company.

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IN WITNESS WHEREOF, the undersigned members do hereby execute and acknowledge these articles of organization this 22 day of December, 1999.

By: Carrie Stradley Lavagna
Carrie Stradley Lavagna
Authorized Representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, BE Gainesville Properties, LLC hereby designates Carrie Stradley Lavargna, at 9250 SW 83rd Street, Miami, Florida 33173, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

BE Gainesville Properties, LLC
BY: Carrie Stradley Lavargna
Carrie Stradley Lavargna
Authorized Representative of a Member

ACCEPTANCE OF DESIGNATION

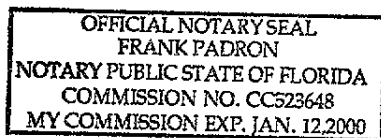
The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of BE Gainesville Properties, LLC for service of process within the State of Florida.

Carrie Stradley Lavargna
Carrie Stradley Lavargna

STATE OF FLORIDA
COUNTY OF DADE

I Hereby certify, that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Carrie Lavargna, who has produced her drivers license as identification and who did take an oath and who signed the foregoing instrument in my presence.

WITNESS my hand and official seal this 22 day of Dec., 1999.



Frank Padron
NOTARY PUBLIC, State of Florida

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TALLAHASSEE, FLORIDA

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