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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The Halstatt Partnership
Name of Florida Partnership

The enclosed Certificate of Conversion and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Patrick George

Contact Person

Halstatt, LLC

Firm/Company

2600 Golden Gate Parkway

Address

Naples, FL 34105

City, State and Zip Code

pgeorge@barroncollier.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Patrick George

Name of Contact Person

at (217)

403-6765

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$33.75 Filing Fee
and Certificate of
Status

☐ \$77.50 Filing Fee
and Certified Copy

☒ \$86.25 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Conversion

For

Florida Partnership

Into

"Other Organization"

This Certificate of Conversion is submitted to convert the following **Florida Partnership** into an **"Other Organization"** in accordance with s. 620.8914, Florida Statutes.

1. The name of the Florida Partnership converting into the "Other Organization" is:

The Halstatt Partnership

Enter Name of Florida Partnership

2. The name of the "Other Organization" is:

Halstatt, LLC

Enter Name of "Other Organization"

3. The "Other Organization" is a limited liability company

(Enter entity type. Example: corporation, limited liability company, limited partnership, common law or business trust, etc.)

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

4. The above referenced Florida Partnership has converted into an "Other Organization" in compliance with Chapter 620, F.S., and the conversion complies with the applicable laws governing the "Other Organization."

5. The plan of conversion was approved by the converting Florida Partnership in accordance with Chapter 620, F.S., and as required by the governing law of the "Other Organization."

6. This conversion was effective under the laws governing the "Other Organization"

on: 10/1/12

7. If the "Other Organization" is an out-of-state organization not registered to transact business in Florida, the "Other Organization" lists the following street and mailing address of an office the Florida Department of State may use for purposes of s.620.8915(3), F.S.:

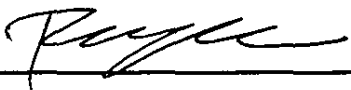
Street Address: 2600 Golden Gate Parkway

Naples, FL 34105

Mailing Address: same as street address

Signed this ~~September~~ 27 day of September, 20 12

Signature of a General Partner or Authorized Person:



Fees:	Filing Fee:	\$25.00
	Certified Copy:	\$52.50 (Optional)
	Certificate of Status:	\$8.75 (Optional)

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Halstatt, LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Patrick George

Name of Person

Halstatt, LLC

Firm/Company

2600 Golden Gate Parkway

Address

Naples, FL 34105

City/State and Zip Code

pgeorge@barroncollier.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Patrick George

Name of Person

at (239)

403-6765

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

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

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☒ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Halstatt, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 65-0022259

(FEI number, if applicable)

4. 10/1/2012

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2600 Golden Gate Parkway

Naples, FL 34105

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Jennifer S. Sullivan, 2600 Golden Gate Parkway, Naples, FL 34105

Juliet A. Sproul, 2600 Golden Gate Parkway, Naples, FL 34105

Katherine G. Sproul, 2600 Golden Gate Parkway, Naples, FL 34105

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: to acquire, own, manage, and sell or otherwise dispose of property, whether real or personal, tangible or intangible, for investment purposes, and to engage in any other lawful business


Signature of a member or an authorized representative of a member.

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

Patrick George

Typed or printed name of signee

FILED
12 OCT -1 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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:

Halstatt, LLC

If unavailable, the alternate to be used in the state of Florida is:

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

Halstatt, LLC

PATRICK GEORGE

(Name)

2600 Golden Gate Parkway

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Naples

FL 34105

City/State/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 608, Florida Statutes.



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

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The First State

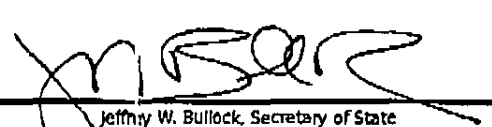
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HALSTATT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF OCTOBER, A.D. 2012.



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9918591

DATE: 10-16-12