

P03000031414

(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:



000163415620

02/25/10--01041--004 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB 24 PM 2:46

Adam Kirwan

AUTHORIZATION BY PHONE TO

CORRECT

DATE

CP EXAM

eff. date (5/21/09)
not processed on 6/2/09
2/24/10
Gut

ORIGINAL CERTIFICATE OF CONVERSION AND CHECK WERE RECEIVED BY THIS OFFICE ON 6/2/09, AS EVIDENCED BY IMAGED CERTIFIED MAIL RECEIPT. OUR RECORDS REFLECT THE ORIGINAL CERTIFICATE OF CONVERSION AND CHECK WERE NEVER PROCESSED BY THIS OFFICE. A REPLACEMENT DOCUMENT AND CHECK WERE SUBMITTED AND RECEIVED BY THIS OFFICE ON 2/24/2010. THEREFORE, THE ENTITY WAS CONVERTED ON OUR RECORDS AS OF 2/24/2010.--BLT 2/26/2010

FF \$35

B. Todd FEB 26 2010

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Grande Real Estate, Inc.
(Name of Florida Profit Corporation)

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Adam O. Kirwan
(Contact Person)

The Kirwan Law Firm
(Firm/Company)

301 North Ferncreek Avenue, Suite C
(Address)

Orlando, Florida 32801
(City, State and Zip Code)

For further information concerning this matter, please call:

Adam O. Kirwan at (407) 210-6622
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$35.00 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee and Certificate of Status	<input type="checkbox"/> \$43.75 Filing Fee and Certified Copy	<input type="checkbox"/> \$52.50 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

7008 1140 0001 6975 0346

U.S. Postal Service	
CERTIFIED MAIL[®] RECEIPT	
(Domestic Mail Only; No Insurance Coverage Provided)	
For delivery information visit our website at www.usps.com .	
OFFICIAL USE	
Postage	\$
Certified Fee	\$2.80
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	\$0.00
Total Postage & Fees	\$

Postmark Here
JUN 13 2009
TALLAHASSEE, FL 32301

Sent To
Street, Apt. No.,
or PO Box No.
City, State, ZIP+4

PS Form 3800, August 2001 See Reverse for Instructions

SENDER COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none">■ Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.■ Print your name and address on the reverse so that we can return the card to you.■ Attach this card to the back of the mail piece, or on the front if space permits.		A. Signature DEPT. OF STATE <input type="checkbox"/> Agent <input type="checkbox"/> Addressee	
1. Article Addressed to: Registration Section Division of Corporation P.O. Box 6327 Tallahassee, FL 32304		B. Recipient's Name JUN 10 5 2009	C. Date of Delivery
2. Article Number (Transfer from service label) 7008 1140 0001 6975 0346		D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No	
3. Service Type <input checked="" type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.		4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes	

PS Form 3811, August 2001 Domestic Return Receipt 102955-02-00-1040

Certificate of Conversion
For
Florida Profit Corporation
Into
"Other Business Entity"

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB 24 PM 2:46

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation into an "Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

Grande Real Estate, Inc.

(Enter Name of Florida Profit Corporation)

POB-31414

2. The name of the "Other Business Entity" is:

Grande Real Estate, LLC

(Enter Name of "Other Business Entity")

3. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general 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 Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: _____

8. This conversion shall be effective in Florida on: _____.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

9. The "Other Business Entity's" principal office address, if any:

4901 Grande Drive

Pensacola, Florida 32504

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: 4901 Grande Drive

Pensacola, Florida 32504

Mailing Address: Same as above

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 20th day of May 2009.

Signature: [Signature]

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Manuel F. Siverio Title: Manager

Fees: Filing Fee: \$35.00
Certified Copy: \$8.75 (Optional)
Certificate of Status: \$8.75 (Optional)