

L08000107083

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

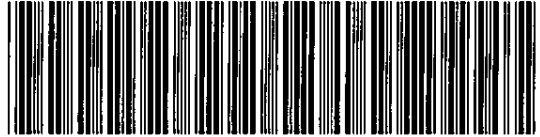
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000137834360

11/17/08--01044--021 **300.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 NOV 17 PM 4:15

FILED

C. LEWIS

NOV 18 2008

EXAMINER

FILED

CERTIFICATE OF CONVERSION

2008 NOV 17 PM 4:15

1. Pursuant to Florida Statutes §608.439, et seq., CAMEO HOMES OF FLORIDA, INC., a Florida corporation, has been converted into a Florida limited liability company by the name of CAMEO HOMES OF FLORIDA, LLC.

2. The conversion complies with the applicable laws governing Florida limited liability companies.

3. The conversion was approved by the Board of Directors and all of the stockholders of the corporation in accordance with the terms of Chapter 608, Florida Statutes.

4. The effective date of the conversion shall be upon the filing of this Certificate of Conversion.

5. A copy of the Plan of Conversion and the Articles of Organization of the limited liability company are attached hereto.

6. The address of the principal office of the limited liability company is 3600 NW 43rd Street, Ste C-1, Gainesville, FL 32606-8127.

7. The limited liability company has agreed to pay any shareholders having appraisal rights by virtue of the conversion.

CAMEO HOMES OF FLORIDA, INC.

By: Waldemar F. Kissel, Jr.
WALDEMAR F. KISSEL, JR., its President

10/1, 2008

FILED

PLAN OF CONVERSION

2008 NOV 17 PM 4:15

1. The name of the Florida corporation which is being converted pursuant to Florida Statutes §608.439 is CAMEO HOMES OF FLORIDA, INC. The name and jurisdiction of the other entity into which the corporation is being converted is CAMEO HOMES OF FLORIDA, LLC, a Florida limited liability company.

2. The terms and conditions of the conversion are that the conversion shall be effective upon the filing of the Certificate of Conversion and the attached Articles of Organization, at which time each of the outstanding shares of stock of the corporation shall be automatically converted into a proportionate membership interest in the limited liability company.

3. Attached hereto are the Articles of Organization of the limited liability company.

CAMEO HOMES OF FLORIDA, INC.

By: Waldemar F. Kissel, Jr.

WALDEMAR F. KISSEL, JR., its President

10-1, 2008

**ARTICLES OF ORGANIZATION OF
CAMEO HOMES OF FLORIDA, LLC**

1. Name. The name of the limited liability company (hereinafter "company") is CAMEO HOMES OF FLORIDA, LLC.
2. Existence. The company shall have perpetual existence. The company shall commence existence upon filing of these Articles by the Secretary of State of Florida.
3. Location. The mailing address and street address of the company are both 3600 NW 43rd Street, Ste C-1, Gainesville, FL 32606-8127.
4. Registered Agent. The street address in the State of Florida of the initial registered office of the company is 3600 NW 43rd Street, Ste C-1, Gainesville, FL 32606-8127 and the name of its initial registered agent at such address is WALDEMAR F. KISSEL, JR..
5. Management. The company shall be managed by one or more Managers as set forth in the Membership Agreement. The initial Manager and his address are WALDEMAR F. KISSEL, JR., 3600 NW 43rd Street, Ste C-1, Gainesville, FL 32606-8127.

The undersigned, being a member of the company, for the purpose of forming a Florida limited liability company to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true and hereby accepts his appointment as registered agent for CAMEO HOMES OF FLORIDA, LLC and declares that he is familiar with and accepts the duties and obligations as registered agent as provided for in chapter 608 Florida Statutes (2007).


WALDEMAR F. KISSEL, JR.
10-1, 2008

FILED
2008 NOV 17 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA