

L09000 122263

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

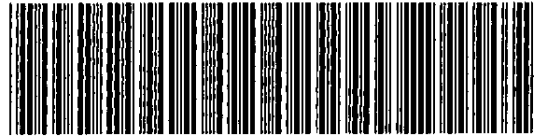
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900163932919

12/24/09--01044--022 \*\*185.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 24 AM 10:58

T. HAMPTON

DEC 28 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 1819 ALBERT STREET, LLC   
(Name of Resulting Florida Limited Company)

The enclosed Certificate 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. 608.439, F.S.

Please return all correspondence concerning this matter to:

Michael A. Candeto, Esq.  
(Contact Person)

Dale, Bald, Showalter, Mercier & Green, P.A.  
(Firm/Company)

200 West Forsyth Street, Suite 1100  
(Address)

Jacksonville, Florida 32202-4308  
(City, State and Zip Code)

For further information concerning this matter, please call:

Michael A. Candeto, Esq. at ( 904 ) 355-1155  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |   |   |
|---|---|---|---|
| <input type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input checked="" type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>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

**DALE, BALD, SHOWALTER, MERCIER & GREEN**

PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

HOWARD L. DALE  
WILLIAM A. BALD \*  
RUSSELL H. SHOWALTER, JR.  
LEE F. MERCIER  
MARK M. GREEN  
MICHAEL A. CANDETO  
JULIE SAIEG  
DEBORAH LANCIA RUIZ

(904) 355-1155  
(800) 968-7901

200 WEST FORSYTH STREET, SUITE 1100  
JACKSONVILLE, FLORIDA 32202-4308

FACSIMILE (904) 355-1520  
E-MAIL: [dbsmfia@dalebald.com](mailto:dbsmfia@dalebald.com)  
WEB: [www.dalebald.com](http://www.dalebald.com)

\* ALSO ADMITTED IN GEORGIA

December 23, 2009

**Via Federal Express**

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

Re: Formation of 1819 Albert Street, LLC  
Conversion of Water Recovery, Inc., into 1819 Albert Street, LLC  
Our File No.:3064.0002

Dear Sir or Madam:

Enclosed are the following:

1. Cover Letter;
2. Certificate of Conversion;
3. Articles of Organization; and
4. This firm's check in the amount of \$185.00, representing the filing fee, conversion fee, certified copy fee and certificate of status fee.

Please return to me one certified copy and a certificate of status.

If you have any questions or comments please feel free to contact me.

Very truly yours,



Michael A. Candeto

MAC/mak  
Enclosures

cc: Steven T. Jenkins (w/o encl.)  
Howard C. Serkin (w/o encl.)

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

This Certificate 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.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

WATER RECOVERY, INC.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a \_\_\_\_\_ corporation  
(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 \_\_\_\_\_ July 27, 1999  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

1819 ALBERT STREET, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_ N/A  
(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 listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 31<sup>st</sup> day of December 2009.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Signature of Member or Authorized Representative: [Signature]  
Printed Name: Steven T. Jenkins Title: Manager

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

Signature: [Signature]  
Printed Name: Steven T. Jenkins Title: President

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:**

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 24 AM 10:58

**ARTICLES OF ORGANIZATION  
OF  
1819 ALBERT STREET, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization:

**ARTICLE I  
NAME AND ADDRESSES**

The name of the limited liability company shall be **1819 ALBERT STREET, LLC** ("Company"). The principal place of business of the Company in Florida is 1819 Albert Street, Jacksonville, Florida 32202, and the mailing address of the Company is P. O. Box 330358, Atlantic Beach, Florida 32233.

**ARTICLE II  
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or in accordance with law. The members reserve the right to continue the business of the Company upon the affirmative vote of a majority in interest of the members other than a member whose death, incapacity, retirement, resignation, expulsion, bankruptcy or dissolution has caused the dissolution of the Company.

**ARTICLE III  
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida are Howard L. Dale, Esq., c/o Dale, Bald, Showalter, Mercier & Green, P.A., 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 24 AM 10:58

**ARTICLE V  
MANAGEMENT**

The Company shall be managed by its Manager(s), in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. Such operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The initial Manager of the Company is Steven T. Jenkins, with an address of 1819 Albert Street, Jacksonville, Florida 32202.

**ARTICLE VI  
INITIAL MEMBERSHIP INTERESTS**

The members of the Company, who formerly were shareholders of Water Recovery, Inc., a Florida corporation (the "Corporation"), the Company's predecessor-by-conversion, initially shall own membership interests in the Company in the same respective percentages as their respective percentages of ownership of shares of common stock in the Corporation.

IN WITNESS WHEREOF, the undersigned organizer and authorized representative of the initial members of the Company has made and subscribed these Articles of Organization at Jacksonville, Duval County, Florida, for the foregoing uses and purposes this 21<sup>st</sup> day of December, 2009.

1819 ALBERT STREET, LLC,  
a Florida limited liability company

By: Michael A. Candeto  
Michael A. Candeto, its organizer and  
authorized representative of its initial  
members

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 24 AM 10:58

STATE OF FLORIDA  
COUNTY OF DUVAL

Execution of the foregoing instrument was acknowledged before me this 21<sup>st</sup> day of December, 2009, by Michael A. Candeto. He is personally known to me or has produced \_\_\_\_\_ as identification.

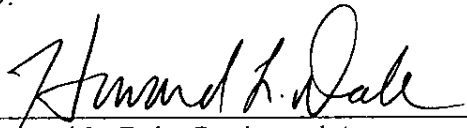
Martha A. Keedy  
Notary Public, State of Florida at Large  
Name Typed or Printed: MARTHA A. KEEDY  
My commission expires: \_\_\_\_\_



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of **1819 ALBERT STREET, LLC**, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company and hereby states that the undersigned is familiar with, and accepts, the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

Dated this 21<sup>st</sup> day of December, 2009.

  
Howard L. Dale, Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 24 AM 10:58