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A 29602

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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11/19/14--01023--013 **97.50

10/20/14--01009--016 **52.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers NOV 20 2014

TOMMY D. PERMENTER, JR.

*ALSO ADMITTED IN SC



BELLWETHER PROFESSIONAL PARK
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November 18, 2014

Registration Section
Division of Corporations
c/o Mr. Justin Shivers
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Daytona-Lake City Bar-B-Q, LLLP Conversion
Document No.: A29602

Dear Mr. Shivers:

Enclosed please find Articles of Dissolution for Lake City BBQ, LLC (Document No.: L14000153418). Please note that the Members and Managers of Lake City BBQ, LLC have no intent to revoke this dissolution and wish to make this LLC name immediately available.

Once the Articles of Dissolution are processed, please file the enclosed Articles of Conversion and Articles of Organization for the conversion of Daytona-Lake City Bar-B-Q, LLLP (Document No.: A29602) into a new LLC to be formed by the name of Lake City BBQ, LLC. As we discussed in our multiple telephone calls on Monday, November 17, 2014, the dissolution of the current Lake City BBQ, LLC is being done to facilitate the conversion. The current Members and Managers of the Lake City BBQ, LLC being dissolved are identical to the Members and Managers of the new Lake City BBQ, LLC being formed as part of the conversion.

I have also enclosed the filing of \$25.00 for the Articles of Dissolution, along with the balance of the filing fee of \$97.50 for the Certificate of Conversion and Articles of Organization. As you know, I previously submitted a \$52.50 filing fee (October 20, 2014 - 01009-016) with the initial conversion filing.

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If you have any questions concerning this letter or the enclosures, please feel free to contact me.

Sincerely,

THE PERMENTER LAW FIRM, P.A.

A handwritten signature in black ink, appearing to read 'Tommy D. Permenter, Jr.', with a stylized, somewhat abstract flourish.

Tommy D. Permenter, Jr.

TDP
Enclosures

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

The Articles 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.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
Daytona-Lake City Bar-B-Q, LLLP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability limited partnership

(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

on January 30, 1990 (Enter state, or if a non-U.S. entity, the name of the country)

(date of organization, formation or incorporation)

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

Lake City BBQ, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____

(The effective date: 1) cannot be prior to date of receipt or filed date 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.)

5. The plan of conversion has been approved in accordance with all applicable statutes.

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ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

Kenneth B. Kirkpatrick
2605 S.W. 33rd Street, #200
Ocala, Florida 34471

MGR

Wesley E. Dixon, Jr.
2605 S.W. 33rd Street, #200
Ocala, Florida 34471

(Use attachment if necessary)

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ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



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

(In accordance with section 605.0203 (1) (b), Florida Statutes, 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.)

Kenneth B. Kirkpatrick

Typed or printed name of signer

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Lake City BBQ, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

2605 S.W. 33rd Street, #200
Ocala, Florida 34471

2605 S.W. 33rd Street, #200
Ocala, Florida 34471

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Kenneth B. Kirkpatrick
Name

2605 S.W. 33rd Street, #200
Florida street address (P.O. Box **NOT** acceptable)

Ocala FL 34471
City Zip

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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 605, F.S..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

Signed this 18th day of November 2014.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
Printed Name: Kenneth B. Kirkpatrick Title: Manager

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

Signature: [Signature]
Printed Name: John W. Kirkpatrick III Title: Manager of KTO, LLC,
General Partner

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 Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

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

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