

L18000204360

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

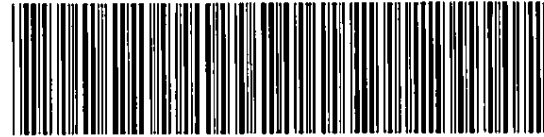
(Document Number)

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

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AUG 27 2018

# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

Date: 8/27/2018

ACCT. I20160000072

*eric Dill*

Name:	Southern States Pavement Markings
Document #:	
Order #:	11129090

Certified Copy of Arts & Amend:			
Plain Copy:			
Certificate of Good Standing:			
Apostille/Notarial Certification:		Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
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Availability _____
Document _____
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Amount: \$ 185.00

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TALLAHASSEE, FL

Thank you!

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** SOUTHERN STATES PAVEMENT MARKINGS, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

BRANDY B. MILAZZO, ESQ.  
(Contact Person)  
MILAZZO WEBB LAW, PLLC  
(Firm/Company)  
413 S. SHARON AMITY RD, SUITE A  
(Address)  
CHARLOTTE, NC 28211  
(City, State and Zip Code)  
brandy milazzo@mwlawnc.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

BRANDY B. MILAZZO at (704) 360-8696  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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FALL 2018

**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:  
SOUTHERN STATES PAVEMENT MARKINGS, INC. **02000094003**

(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 OCTOBER 27, 2011  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:  
SOUTHERN STATES PAVEMENT MARKINGS, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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TALLAHASSEE, FLORIDA

Signed this 22<sup>nd</sup> day of AUGUST 2018

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

Signature of Authorized Representative: [Signature]  
Printed Name: KEVINA CARTER Title: PRESIDENT

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

Signature: [Signature]  
Printed Name: KEVINA CARTER Title: PRESIDENT

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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**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:**

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

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

SOUTHERN STATES PAVEMENT MARKINGS, LLC

(Must contain 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:**

1745 LAKESIDE AVE  
ST. AUGUSTINE, FL 32084

\_\_\_\_\_  
\_\_\_\_\_

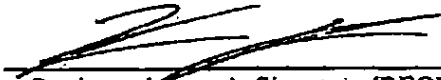
**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(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:

KEVIN A. CARTER Name  
1745 LAKESIDE AVE.  
Florida street address (P.O. Box **NOT** acceptable)  
ST. AUGUSTINE FL 32084  
City 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 605, F.S.*

  
\_\_\_\_\_  
Registered Agent's Signature (REQUIRED)

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**ARTICLE IV-**

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

<u>Title:</u>	<u>Name and Address:</u>
"AMBR" = Authorized Member	
"MGR" = Manager	
<u>MGR</u>	<u>MELVIN O. CARTER</u> <u>1745 LAKESIDE AVE</u> <u>ST. AUGUSTINE, FL 32084</u>
<u>MGR</u>	<u>SHERAN L. CARTER</u> <u>1745 LAKESIDE AVE</u> <u>ST. AUGUSTINE, FL 32084</u>
<u>MGR</u>	<u>KEVIN A. CARTER</u> <u>1745 LAKESIDE AVE</u> <u>ST. AUGUSTINE, FL 32084</u>
<u>MGR</u>	<u>DARREN A. CARTER</u> <u>1745 LAKESIDE AVE</u> <u>ST. AUGUSTINE, FL 32084</u>

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(Use attachment if necessary) See attached Exhibit A for additional names.

**ARTICLE V:** Other provisions, if any.

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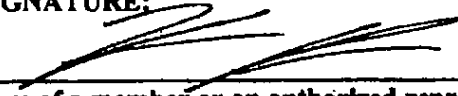


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**REQUIRED SIGNATURE:**



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

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

KEVIN A. CARTER Typed or printed name of signee

**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)**

EXHIBIT A

SOUTHERN STATES PAVEMENT MARKINGS, LLC – CONT.

MGR	JESUS E. ROMAN 1745 Lakeside Ave St. Augustine, FL 32084
MGR	JOSEPH C. ROBINSON, JR. 1745 Lakeside Ave St. Augustine, FL 32084
MGR	BRADLEY D. ADAMS 1745 Lakeside Ave St. Augustine, FL 32084
MGR	JOHN STONE 1745 Lakeside Ave St. Augustine, FL 32084

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TALLAHASSEE  
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PLAN OF CONVERSION  
OF  
SOUTHERN STATES PAVEMENT MARKINGS, INC.  
INTO  
SOUTHERN STATES PAVEMENT MARKINGS, LLC

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SECRETARY  
TALLAHASSEE

THIS PLAN OF CONVERSION, is made and entered into as of August 22, 2018, by Southern States Pavement Markings, Inc, a Florida corporation (the "Converting Corporation"), pursuant to Section 605.1042 et seq. of the Florida Revised Limited Liability Company Act (the "LLC Act") and Section 607.1112 et seq. of the Florida Business Corporation Act (the "Corp Act").

WHEREAS, pursuant to LLC Act and Corp Act, the Board of Directors of the Corporation, by resolutions duly adopted, recommended this Plan to the shareholders of the Corporation (the "Shareholders") to effect the conversion of the Converting Corporation to a Florida limited liability company pursuant to the LLC Act (the "Conversion"), upon the terms and subject to the conditions set forth in this Plan; and

WHEREAS, this Plan has been approved and adopted by the Shareholders;

NOW THEREFORE, this Plan is hereby approved to convert the Converting Corporation into a Florida limited liability company.

CONVERSION

1. Conversion. The Converting Corporation will be converted into Southern States Pavement Markings, LLC, a Florida limited liability company (the "Resulting LLC," ) which will be the resulting limited liability company, pursuant to the terms and conditions of this Plan of Conversion (the "Plan").

2. Effective Time of Conversion. The Conversion shall become effective (the "Effective Time") at the effective time and date specified in the Articles of Conversion and Articles of Organization (the "Articles"), in substantially the form attached hereto as Exhibit A, filed the Secretary of State in the State of Florida.

3. Effects of the Conversion. All of the outstanding shares of stock in the Converting Corporation prior to the Conversion will become 100% of the membership interests in the Resulting LLC after the Conversion. The current Shareholders of the Converting Corporation will become the Members of the Resulting LLC after the Conversion.

4. Governing Documents. The Articles, including Articles of Conversion of the Resulting LLC, filed with the Florida Secretary of State on August 22, 2018, and the limited liability company operating agreement ("Operating Agreement") of the Resulting LLC (the "Governing Documents") shall from and after the Effective Time be and remain the Governing Documents of the Resulting LLC until altered or amended in accordance with Act.

5. Directors and Officers. The directors of the Converting Corporation immediately prior to the Effective Time shall be directors of the LLC from and after the Effective Time to serve

in accordance with the relevant provisions of the LLC Act (and deemed managers of the Converting Corporation for purposes of the LLC Act) and the terms of the Operating Agreement. The officers of the Converting Corporation immediately prior to the Effective Time shall be the officers of the LLC from and after the Effective Time, to serve in accordance with the relevant provisions of the LLC Act and the terms of the Operating Agreement.

6. **Effective Date.** The Conversion will become effective August 22, 2018.

7. **Governing Law.** This Plan of Conversion shall in all respects be construed, interpreted and enforced in accordance with and governed by the laws of the State of Florida without regard to the conflict of laws principles thereof.

8. **Counterparts.** This Plan of Conversion may be executed in counterparts and all copies so executed shall constitute one Agreement.

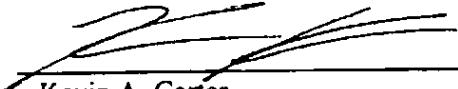
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IN WITNESS WHEREOF, this Plan has been executed by the undersigned effective as of the date first above written.


**CONVERTING CORPORATION:**

**SOUTHERN STATES PAVEMENT  
MARKINGS, INC., a Florida corporation**

By:   
Name: Kevin A. Carter  
Title: President

**RESULTING LLC:**

**SOUTHERN STATES PAVEMENT  
MARKINGS, LLC, a Florida limited liability  
company**

By:   
Name: Kevin A. Carter  
Title: President

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TALLAHASSEE