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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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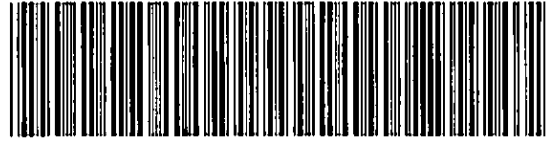
(Business Entity Name)

(Document Number)

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

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**GASSMAN, CROTTY & DENICOLO, P.A.**

ATTORNEYS AT LAW

ALAN S. GASSMAN\*  
KENNETH J. CROTTY\*\*\*  
CHRISTOPHER J. DENICOLO\*\*\*  
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WILLS, TRUSTS AND ESTATES  
\*\*\*LL.M. IN ESTATE PLANNING  
^BOARD CERTIFIED LAWYER TAX LAW  
^CERTIFIED PUBLIC ACCOUNTANT

**March 26, 2021**  
**VIA UPS**

Florida Department of State  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

2021 Mar 26 PM 2:20  
FBI

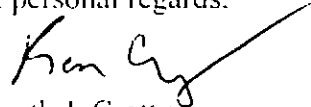
Dear Sir/Madam:

Enclosed for filing please find a Certificate of Conversion and Articles of Organization whereby FARRELL FAMILY LIMITED PARTNERSHIP, L.P., a Florida limited partnership, will convert into FARRELL FAMILY HOLDINGS, L.L.C., a Florida limited liability company, effective March 26, 2021.

Also enclosed please find a check made payable to Department of State in the amount of \$150.00 for applicable filing fees.

Please contact Adriana Ochsner (727-442-1200 x. 241) of my office if you have any questions on the attached.

Best personal regards.



Kenneth J. Crotty

KJC:amo  
Enclosures

cc: Joseph Farrell (w/ encl. via email [joe@farrellek.com](mailto:joe@farrellek.com) )  
Jim Waters, CPA (w/ encl. via email [jwaters@garciaortiz.com](mailto:jwaters@garciaortiz.com) )  
Alan S. Gassman, Esq. (w/ encl. via email [ken@gassmanpa.com](mailto:ken@gassmanpa.com))

THE INFORMATION CONTAINED IN THIS TRANSMISSION MAY BE ATTORNEY PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION, OR COPY OF THIS COMMUNICATION MAY BE STRICTLY PROHIBITED BY LAW. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US AT THE ABOVE-STATED TELEPHONE NUMBER.

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

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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:

FARRELL FAMILY PARTNERSHIP, L.P.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED PARTNERSHIP A10000000486  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, 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 8/26/2016  
(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:

\_\_\_\_\_

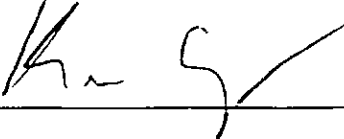
4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

FARRELL FAMILY HOLDINGS, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_.  
(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 20 day of MARCH 2021.

Signature of Authorized Person:  \_\_\_\_\_

Printed Name: KENNETH J. CROTTY, Esq. Title: Authorized Representative

**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)

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

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

**FARRELL FAMILY HOLDINGS, LLC**

**ARTICLE II - Address:**

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

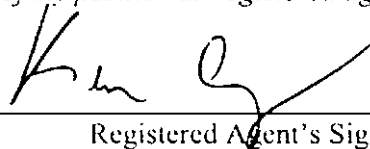
**1245 COURT STREET  
CLEARWATER, FL 33765**

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

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

**Kenneth J. Crotty  
1245 Court Street  
Clearwater, FL 33756**

*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

Audit Fax No: \_\_\_\_\_

**ARTICLE IV - Members and Managers:**

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:**

**JOSEPH FARRELL  
1245 COURT STREET  
CLEARWATER, FL 33765**

**ARTICLE V - Effective Date:**

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 (5) business days prior to or ninety (90) days after the date of filing.)

**ARTICLE VI - Other provisions, if any.**

**Written Operating Agreement**

Any operating agreement entered into by the Members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing, and shall govern all matters relating to the governance of the affairs of the Limited Liability Company, the conduct of its business and the relations of its Members, including without limitation, the amendment of these Articles. No oral agreement among any of the Members or Managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

Audit Fax No: \_\_\_\_\_

### Voting and Non-Voting Membership Interests

The Company shall consist of one percent (1%) of the ownership interests having voting Membership rights and ninety-nine percent (99%) of the ownership interests have non-voting Membership rights. The holders of the one percent (1%) voting Membership Units shall have a fiduciary duty to vote their Membership Interests based upon the same standard which applies to General Partners of a Limited Partnership in the State of Florida. The non-voting Members shall have rights as provided under the Florida Statutes, and as would apply to the Limited Partners of a Florida Limited Partnership. The Members may designate by written agreement and/or certificate of ownership whether Membership Interests that they are acquiring are voting or non-voting, but if not specifically designated, any issued Member Interests shall be considered to be non-voting.

### 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 J. CROTTY, as Authorized Representative**

Type or printed name of signee

J:\FARRELL, JOE\Farrell Family Partnership, LP\Conversion to LLC\Articles of Organization.1.wpd  
:ame 1/21/2021

Kenneth J. Crotty, Esquire  
1245 Court Street  
Clearwater, FL 33756  
(727) 442-1200  
Florida Bar #: 16476  
Audit Fax #: \_\_\_\_\_