

A230000000128

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

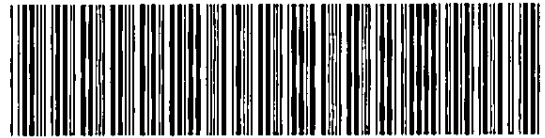
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700403907607

FILED

2023 MAR 16 AM 11:14

SECRETARY OF STATE
CORPORATE SERVICES DIVISION

RECEIVED

2023 MAR 16 PM 2:39

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

MAR 20 2023

M. SOLOMON

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

JAX INDUSTRIAL TWO, LLC

Please Debit 120000000257 For: \$1121.25

Thank you Seth Neeley



Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

12. Order & Pricing - Than issue G4 & DC

- ___ Art of Inc. File _____
- ☒ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: JAX INDUSTRIAL TWO, LLC
Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

LINDA LARREA, ESQ.

Contact Person

LARREA & ORTEGA

Firm/Company

2151 SOUTH LE JEUNE ROAD, SUITE 301

Address

CORAL GABLES, FLORIDA 33134

City, State and Zip Code

LINDA@LOLAW.NET

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LINDA LARREA

at (305) 476-8701

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☒ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

CR2E106 (05/17)

SECRETARY OF STATE
DIVISION OF CORPORATIONS

2023 MAR 16 AM 11:14

FILED

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

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

JAX INDUSTRIAL TWO, LLC.

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

JAX INDUSTRIAL TWO, LTD.

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a LIMITED PARTNERSHIP
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

The formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: DATE OF FILING
(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 of the conversion under the laws governing the "Other Business Entity.")

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.

SECRETARY OF STATE
OF FLORIDA

2023 MAR 16 AM 11:14

FILED

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: _____

Mailing Address: _____

7. 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.

Signed this 15 day of MARCH, 2023

Signature: _____

Must be signed by a Member or Authorized Representative

Printed Name: CARLOS C. LOPEZ-CANTERA Title: MANAGER

Fees: Filing Fee: \$25.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

SECRETARY OF STATE
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

2023 MAR 16 AM 11:14

FILED

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. JAX INDUSTRIAL TWO, LTD.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix) Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd. Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or L.LLP.

2. 2151 SOUTH LE JEUNE ROAD, SUITE 300

(Street address of initial designated office)

CORAL GABLES, FLORIDA 33134


3. DADE CORPORATE SERVICES, INC.

(Name of Registered Agent for Service of Process)

4. 2300 CORAL WAY, SUITE 200, MIAMI, FLORIDA 33145

(Florida street address for Registered Agent)

5. *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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Signature of Registered Agent

6. 2151 SOUTH LE JEUNE ROAD, SUITE 300

(Mailing address of initial designated office)

CORAL GABLES, FLORIDA 33134

7. If limited partnership elects to be a limited liability limited partnership, check box ☐.

FILED
2023 MAR 16 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. Name and business address of each general partner:

Name:

Business Address:

PAN AM JAX TWO, LLC.

2151 SOUTH LE JEUNE ROAD, SUITE 300

CORAL GABLES, FLORIDA 33134

SECRETARY OF STATE
CLERK OF COURTS

2023 MAR 16 AM 11:14

FILED

9. Effective date, if other than the date of filing: FILING DATE

(Effective date cannot be prior to nor more than 90 days after the date the 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.

Signed this 15 day of MARCH, 2023

Signature of each general partner: I/We submit this document and affirm that the facts stated herein are true. I/We am/are 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.

Pan Am Jax Two, LLC., a Florida limited liability company

By: Carlos C. Lopez-Garcia
Carlos C. Lopez-Garcia, Manager

Filing Fees:

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

Certified Copy (optional):

\$52.50

Certificate of Status (optional):

\$8.75

PLAN OF CONVERSION

THIS PLAN OF CONVERSION, dated as of March 15, 2023, between **JAX INDUSTRIAL TWO, LLC**. (the "**Company**") and Pan Am Two, LLC, a Florida limited liability company ("**Pan Am Jax**"), Cantelop Properties, Ltd., a Florida limited partnership ("**Cantelop**"), Lopez-Cantera Holdings, Ltd., a Florida limited partnership, Carlos C. Lopez-Cantera ("**CLC**") and Amada Lopez-Cantera ("**ALC**") (collectively, Pan Am Jax, Cantelop, LC Holdings, CLC and ALC are referred to herein as the "**Members**").

The Members are the owners and holders of all of the limited liability company interests in the Company.

The Members and the Company is desirous to convert the Company to **JAX INDUSTRIAL TWO, LTD, a Florida limited partnership** (the "**Conversion Entity**") in accordance with the terms and conditions set forth below:

1.. **Conversion.** The Company shall be converted into a Florida limited partnership by the name of "**JAX INDUSTRIAL TWO, LTD**", a Florida limited partnership.

2. **Terms and Conditions of Conversion.** As of the date hereof, the Company shall be converted into the Conversion Entity.

(a) The Members shall remain the same, and in the same ownership proportions except as Partners rather than members.

(b) One of the Members, **Pan Am Jax Two, LLC**, a Florida limited liability company (the "**General Partner**") shall be appointed General Partner of the Conversion Entity.

(c) All other matters regarding the Company remain the same.

3. **Certificate of Conversion.** The Articles of Conversion properly converting the Company to the Conversion Entity shall be recorded with the Florida Secretary of State.


4. **Partnership Agreement.** The Conversion Entity shall have executed a Certificate of Partnership and a Limited Partnership Agreement by the Members (now Partners).

5. **Effective Date.** The Conversion shall become effective on the date on which the Articles of Conversion have been filed with the Department of State of the State of Florida.

6. **Amendment of Plan of Conversion.** The Members are authorized to amend this Plan of Conversion at any time prior to the Effective Date.

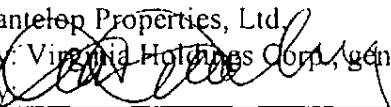
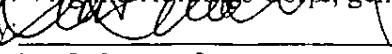
[SIGNATURES ON FOLLOWING PAGE]

JAX INDUSTRIAL TWO, LLC



By: 
Carlos C. Lopez-Cantera, Manager

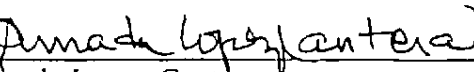
MEMBERS:

Cantelop Properties, Ltd.


By: 
By: 
Carlos C. Lopez-Cantera, Manager

Lopez-Cantera Holdings, Ltd.

By: 
By: 
Carlos C. Lopez-Cantera, General Partner
Carlos C. Lopez-Cantera


Amada Lopez-Cantera

Pan Am Jax Two, LLC, a Florida limited liability company

By: 
Carlos C. Lopez-Cantera, Manager