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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

(Document Number)

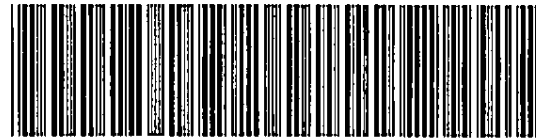
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Two Foreign entities cannot file a conversion in Florida. This should have been rejected and told to withdrawal and then qualify the new entity.

Special Instructions to Filing Officer:

ccc 06/18/2018

Office Use Only



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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Keller Interiors, Inc.

Name of Florida Profit Corporation

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Profit Corporation into an "Other Business Entity" in accordance with s. 607.1113, F.S.

Please return all correspondence concerning this matter to:

Ridge Johnson

Contact Person

Keller Interiors, LLC

Firm/Company

3240 Goodiron Way

Address

North Charleston SC 29418

City, State and Zip Code

accounting@kellerinteriors.com

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

For further information concerning this matter, please call:

Glen Keller at ( 678 ) 516-7094

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee<br>and Certificate of<br>Status | <input type="checkbox"/> \$43.75 Filing Fee<br>and Certified Copy | <input type="checkbox"/> \$52.50 Filing Fee,<br>Certified Copy, and<br>Certificate of Status |
|--|---|---|--|

**STREET ADDRESS:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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**Certificate of Conversion**  
For  
**Florida Profit Corporation**  
Into  
**"Other Business Entity"**

FILED  
VOID  
18 JAN -2 AM 11:59  
\$573.10  
\$170.00

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation into an "Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

**Keller Interiors, Inc.**

**Enter Name of Florida Profit Corporation**

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

**Keller Interiors, LLC**

**Enter Name of "Other Business Entity"**

3. The "Other Business Entity" is a **Limited Liability Company**  
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

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

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: **8/04/2017**

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8. This conversion shall be effective in Florida on: 12/28/2017  
(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.")

9. The "Other Business Entity's" principal office address, if any:

3240 Goodiron Way

North Charleston SC 29418

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

a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: \_\_\_\_\_

Mailing Address: \_\_\_\_\_

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 28th day of December 2017

Signature: \_\_\_\_\_

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: David Keller Title: PRES

**Fees:** Filing Fee: \$35.00  
Certified Copy: \$8.75 (Optional)  
Certificate of Status: \$8.75 (Optional)

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Control Number : K419204

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### CERTIFICATE OF EXISTENCE

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

#### **KELLER INTERIORS, LLC**

a Domestic Limited Liability Company

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 14959104  
Date Inc/Auth/Filed: 07/28/1994  
Jurisdiction : Georgia  
Print Date : 11/13/2017  
Form Number : 211



*B. P. Kemp*

Brian P. Kemp  
Secretary of State

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Control Number : K419204

# STATE OF GEORGIA

Secretary of State  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on 7/10/2017 converting

**KELLER INTERIORS, INC.**

a Domestic Profit Corporation

to

**KELLER INTERIORS, LLC**

a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **08/04/2017**.



*B. P. Kemp*

Brian P. Kemp  
Secretary of State

VOID

**CERTIFICATE OF CONVERSION  
OF A CORPORATION  
TO A LIMITED LIABILITY COMPANY**

The following corporation hereby elects to convert to a limited liability company pursuant to the provisions of Section 14-11-212 of the Official Code of Georgia Annotated and Section 14-2-1109.1 of the Official Code of Georgia Annotated, as amended, by filing this Certificate of Conversion and the attached articles of organization.

1. The name of the corporation making the election to become a limited liability company is Keller Interiors, Inc., a Georgia corporation.
2. Keller Interiors, Inc. elects to become a Georgia limited liability company under the name: Keller Interiors, LLC.
3. The election by Keller Interiors, Inc. to become a limited liability company shall be effective when this certificate of conversion is filed by the Georgia Secretary of State.
4. The election of Keller Interiors, Inc. to become a limited liability company has been approved by the Board of Directors and Sole Shareholder of Keller Interiors, Inc. as required by Section 14-11-212(a) of the Official Code of Georgia Annotated.
5. Filed with this Certificate of Conversion are articles of organization in the form required by Section 14-11-204 of the Official Code of Georgia Annotated, that set forth a name for the limited liability company that satisfies the requirements of Section 14-11-207 of the Official Code of Georgia Annotated, and that shall be the articles of organization of the limited liability company formed pursuant to this election unless or until modified in accordance with the Georgia Limited Liability Company Act.
6. The sole shareholder of Keller Interiors, Inc. shall receive one membership unit in Keller Interiors, LLC for each share of capital stock of Keller Interiors, Inc. owned by the sole shareholder.

**IN WITNESS WHEREOF**, the President and Sole Shareholder of Keller Interiors, Inc. has affixed his signature as of this 1st day of January, 2017.

  
\_\_\_\_\_  
**DAVID E. KELLER**  
President and Sole Shareholder

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ARTICLES OF ORGANIZATION  
OF  
KELLER INTERIORS, LLC

Under Section 14-11-204 of the Georgia Limited Liability Company Act:

1. The name of the limited liability company is Keller Interiors, LLC.
2. The management of the limited liability company shall be vested in one or more managers.

**IN WITNESS WHEREOF**, the Organizer of Keller Interiors, LLC has affixed his signature as of this 1st day of January, 2017.

  
\_\_\_\_\_  
DAVID E. KELLER  
Organizer

2017  
JAN 1  
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Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

237 Concession Drive  
Macon, Georgia 31217-3858  
(404) 656-2817

Registered agent, officer, entity status information via the Internet:  
[sos.georgia.gov/corporations](http://sos.georgia.gov/corporations)

TRANSMITTAL INFORMATION  
GEORGIA LIMITED LIABILITY COMPANY


**IMPORTANT**

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: seth@whitakerltdco.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

|   |  |                                   |                   |              |                      |
|---|--|-----------------------------------|-------------------|--------------|----------------------|
| 1 | LLC Name Reservation Number (if one has been obtained, if articles are being filed without prior reservation, leave this line blank):<br><u>Keller Interiors, LLC</u>  |                                   |                   |              |                      |
|   | LLC Name (List exactly as it appears in articles)  |                                   |                   |              |                      |
| 2 | Seth W. Whitaker   |                                   | (843) 310-0743    |              |                      |
|   | Name of person filing articles (certificate will be mailed to this person at address below)  |                                   | Telephone Number  |              |                      |
|   | <u>192 East Bay Street, Suite 200</u>  |                                   |                   |              |                      |
|   | Address  |                                   |                   |              |                      |
|   | <u>Charleston</u>  | <u>SC</u>                         | <u>29401</u>      |              |                      |
|   | City   | State                             | Zip Code          |              |                      |
| 3 | <u>P.O. Box 4118</u>   |                                   |                   |              |                      |
|   | Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box)  |                                   |                   |              |                      |
|   | <u>North Charleston</u>  | <u>SC</u>                         | <u>29423</u>      |              |                      |
|   | City   | State                             | Zip Code          |              |                      |
| 4 | <u>Glen Keller</u>   |                                   |                   |              |                      |
|   | Name of LLC's Registered Agent in Georgia  |                                   |                   |              |                      |
|   | <u>1690 Enterprise Way SE, Suite E</u>   |                                   |                   |              |                      |
|   | Registered Office Street Address of LLC in Georgia (Post office box or mail drop not acceptable for registered office address)   |                                   |                   |              |                      |
|   | <u>Marietta</u>  | <u>Cobb</u>                       | <u>GA</u>         | <u>30067</u> |                      |
|   | City   | County                            | State             | Zip Code     |                      |
| 5 | Name and Address of each organizer (Attach additional sheets if necessary):  |                                   |                   |              |                      |
|   | <u>Seth W. Whitaker</u>  | <u>192 East Bay St, Suite 200</u> | <u>Charleston</u> | <u>29401</u> |                      |
|   | Organizer  | Address                           | City              | State        | Zip Code             |
|   | Organizer  | Address                           | City              | State        | Zip Code             |
| 6 | Mail the following items to the Secretary of State at the above address:<br>1) This transmittal form<br>2) Original and one copy of the Articles of Organization<br>3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable. |                                   |                   |              |                      |
|   |   |                                   |                   |              |                      |
|   | Authorized Signature   |                                   |                   |              |                      |
|   | Member, Manager, Organizer, or Attorney-in-fact (Circle one)   |                                   |                   |              |                      |
|   |  |                                   |                   |              | <u>July 19, 2017</u> |
|   |  |                                   |                   |              | Date                 |

Request certificates and obtain entity information via the Internet: [sos.georgia.gov/corporations](http://sos.georgia.gov/corporations)

FORM 231

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