



# L00000002357

ACCOUNT NO. : 072100000032

REFERENCE : 605747 81093A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
00 MAR - 1 PM 1:48  
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TALLAHASSEE, FLORIDA

ORDER DATE : February 29, 2000

ORDER TIME : 10:59 AM

ORDER NO. : 605747-030

CUSTOMER NO: 81093A

CUSTOMER: John F. Stewart, Esq  
Sheppard Brett Stewart &  
2121 West First Street  
P. O. Drawer 400  
Ft. Myers, FL 33901

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NAME: R AND B PARTNERSHIP, A  
FLORIDA GENERAL PARTNERSHIP

XX ARTICLES OF ~~DISSOLUTION~~ Certificate/Conversion

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS

L00-2357

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Verifier	
Acknowledgment	
W. P. Verifier	

FILE 1st



ACCOUNT NO. : 072100000032

REFERENCE : 605747 81093A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 29, 2000

ORDER TIME : 11:0 AM

ORDER NO. : 605747-035

CUSTOMER NO: 81093A

CUSTOMER: John F. Stewart, Esq  
SHEPPARD BRETT STEWART &  
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2121 West First Street  
P. O. Drawer 400  
Ft. Myers, FL 33901

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: R AND B, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

*FILE 2nd*

## **CERTIFICATE OF CONVERSION**

Pursuant to Section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida Limited Liability Company:

**FIRST:** The name of the unincorporated business immediately prior to filing this document was: R and B Partnership, a Florida General Partnership.

**SECOND:** The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- (A) Date: June 6, 1993
- (B) Jurisdiction: Florida

**THIRD:** The name of the Limited Liability Company as set forth in the attached Articles of Organization is: R and B, L.L.C..

  
\_\_\_\_\_  
**William L. Pritchard, Member**

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED

00 MAR -1 PM 1:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**R AND B, L.L.C.**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I**  
**NAME**

The name of the Limited Liability Company shall be R and B, L.L.C. ("Company"). The mailing and street address principal office of the Company shall be 1473 Periwinkle Way, Sanibel, FL 33957.

**ARTICLE II**  
**REGISTERED AGENT**

The initial registered agent of the Company is William L Pritchard whose address is 1473 Periwinkle Way, Sanibel, FL 33957.

**ARTICLE III**  
**MANAGEMENT**

The Company shall be a member-managed Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization.

**ARTICLE IV**  
**MEMBERS**

The names and addresses of the initial members of the Company are:

**NAME**

**ADDRESS**

William L. Pritchard

1473 Periwinkle Way  
Sanibel, FL 33957

Roger C. Pritchard

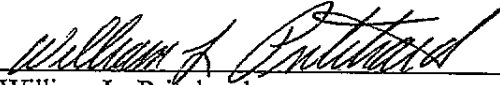
1473 Periwinkle Way  
Sanibel, FL 33957

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TALLAHASSEE, FLORIDA

ARTICLE V  
EFFECTIVE DATE

The Company's existence shall begin at 12:00 A.M. on March 1, 2000.

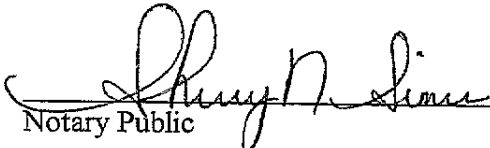
IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization at Fort Myers, Florida, for the foregoing uses and purposes this 25<sup>TH</sup> day of FEBRUARY, 2000.

  
William L. Pritchard

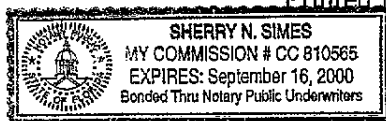
STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 25<sup>TH</sup> day of FEBRUARY, 2000, by WILLIAM L. PRITCHARD, who is personally known to me or who has produced N/A as identification.

(Seal)

  
Notary Public  
**SHERRY N. SIMES**

My Commission Expires:



Printed Notary Signature

  
Roger C. Pritchard


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 25<sup>TH</sup> day of FEBRUARY, 2000, by ROGER C. PRITCHARD, who is personally known to me or who has produced N/A as identification.

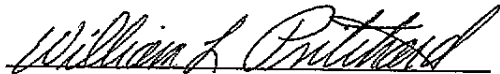
(Seal)



  
Notary Public  
**SHERRY N. SIMES**

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for R and B, L.L.C., at the place designated herein, 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. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.

  
William L. Pritchard

Date: 2/25/00

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