

# L010000011208

Holland & Knight LLP  
Requester's Name

315 So. Calhoun Street  
Address

425-5675  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Florida Coastal School of Law LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #) **400004468954--1**  
-07/11/01--01022--009  
\*\*\*\*150.00 \*\*\*\*150.00
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #) **400004468954--1**  
-07/11/01--01022--009  
\*\*\*\*150.00 \*\*\*\*125.00  
150.00

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- conversion*
- ☐ Profit  
☐ Not for Profit  
☒ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

01 JUL 11 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

Examiner's Initials *UP 11-01*

**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:

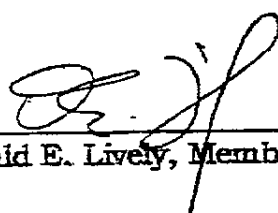
1. The name of the unincorporated business immediately prior to filing this document was Florida Coastal School of Law, Ltd. **AP40000001673**

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

- A. Date: 12/09/94
- B. Jurisdiction: Florida

3. The name of the limited liability company as set forth in the attached articles of organization is Florida Coastal School of Law LLC.

4. The conversion will be effective as of the date of filing of this Certificate of Conversion with the Secretary of State.

  
Donald E. Lively, Member

JAXL #613146 v1

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
FLORIDA COASTAL SCHOOL OF LAW LLC**

Pursuant to Section 608.407, Florida Statutes, Florida Coastal School of Law LLC hereby delivers for filing these Articles of Organization.

**ARTICLE I. NAME**

The name of the limited liability company is Florida Coastal School of Law LLC (the "Company").

**ARTICLE II. ADDRESS**

The Company's mailing address and the street address of its principal office is:

7555 Beach Blvd.  
Jacksonville, FL 32216-3003

**ARTICLE III. DURATION AND CONTINUATION**

The Company's existence will commence on the date of filing these Articles of Organization, and the Company will exist perpetually, unless terminated in accordance with the Company's Operating Agreement.

**ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names INTRASTATE REGISTERED AGENT CORPORATION the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE VI. ADDITIONAL MEMBERS**

Additional Members may be admitted as provided in the Operating Agreement of the Company.

**ARTICLE VII. MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or

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dissolution of a Member or the occurrence of any other event that terminates the continued membership of a Member in the Company will be as provided in the Operating Agreement of the Company.

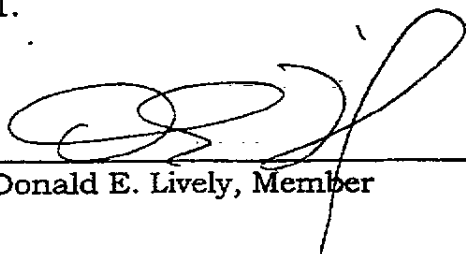
#### ARTICLE VIII. MANAGEMENT

The Company shall be manager-managed. The managers of the Company shall operate as a board of managers that shall be referred to as the Board of Governors. A member of the Board of Governors will retain such position until removed and replaced by the Members of the Company as provided in the Operating Agreement of the Company. The Board of Governors will have the obligations and responsibilities described in the Operating Agreement of the Company.

#### ARTICLE IX. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company will be vested in the Members of the Company.

Dated this 9 day of July, 2001.

  
\_\_\_\_\_  
Donald E. Lively, Member

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

INTRASTATE REGISTERED AGENT  
CORPORATION

By: Donald W. Wallis

Donald W. Wallis, Vice President  
Registered Agent

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