

LD3000010633

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

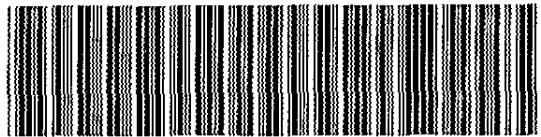
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



800014228748

03/25/03--01053--025 \*\*275.00

RECEIVED  
03 MAR 25 PM 12:12  
DEPARTMENT OF STATE  
DIVISION OF REGISTRATIONS  
TALLAHASSEE, FLORIDA

03 MAR 25 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
AND  
HOLD

325.02

# CAPITAL CONNECTION, INC.

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

Erco Development LLC

RECEIVED  
03 MAR 25 AM 11:39  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: LW

Name \_\_\_\_\_

Date 3/25

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- \_\_\_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- ✓ L.C. File Conversion
- \_\_\_\_\_ 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 \_\_\_\_\_

03 MAR 25 PM 1:21

FILED  
AND

## 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:

ERCO DEVELOPMENT, LTD.

A98000000127

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

- A. Date: January 13, 1998
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: \_\_\_\_\_

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

ERCO DEVELOPMENT LLC

*Udo Garbe*

Signature of a Member or an Authorized Representative of a 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.)

Udo Garbe

Typed or Printed Name of Signee

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR 25 PM 1:21

FILED

### FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

# **ARTICLES OF ORGANIZATION**

## **FOR**

### **ERCO DEVELOPMENT LLC**

**A FLORIDA LIMITED LIABILITY COMPANY**

---

#### **ARTICLE I - Name**

The name of the limited liability company is **ERCO DEVELOPMENT LLC**

#### **ARTICLE II - Address**

The initial mailing address and street address of the principal office of the limited liability company is 535 Park Avenue North, Winter Park, Florida 32789.

#### **ARTICLE III - Duration**

The Company shall be dissolved and its affairs wound up in accordance with the Florida Limited Liability Company Act (the "Act") and the Company's Operating Agreement on December 31, 2052, unless the term shall be extended by amendment to the Company's Operating Agreement and this Certificate, or unless the Company shall be sooner dissolved and its affairs wound up in accordance with the Act or the Company's Operating Agreement.

03 MAR 25 PM 1:21  
STATE OF FLORIDA  
CLERK OF THE COURT  
JUDICIAL CIRCUIT IN AND FOR  
ALACHUA COUNTY, FLORIDA

FILED  
AID

#### **ARTICLE IV - Management**

The limited liability company is to be managed by one or more managers, and the name and address of the manager who is to serve as the initial manager of the limited liability company is:

**UDO GARBE**  
535 Park Avenue, North  
Winter Park FL 32789

## ARTICLE V - Admission of Additional Members

The admission of additional members to the limited liability company shall require the consent and shall be on such terms and conditions as are determined by a vote of not less than one hundred percent (100%) of the Percentage Interests (as defined in the regulations of the Company) of the then existing members of the limited liability company.

## ARTICLE VI - Members' Rights to Continue Business

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, bankruptcy or dissolution of a member or the occurrence of any other event as specified in the regulations of the limited liability company which results in the disassociation of a member from the limited liability company, upon the written consent of not less than fifty one percent (51%) of the Percentage Interests (as defined in the regulations of the Company) of such remaining members to continue the business of the limited liability company.

Executed this 1st day of January, 2003.

  
UDO GARBE

Authorized Representative of a Member

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR 25 PM 1:21

AND  
FILED

This document was prepared by  
and should be returned to:

Warren E. Williams, Esquire  
WILLIAMS & AIRTH, P.A.  
28 West Central Boulevard  
Suite 401  
Orlando, Florida 32801

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE  
FOR  
ERCO DEVELOPMENT LLC  
a Florida limited liability company**

Pursuant to the provision of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the limited liability company is:

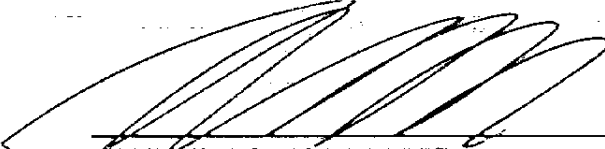
**ERCO DEVELOPMENT LLC**

2. The name and address of the registered agent and office is:

Warren E. Williams, Esquire  
WILLIAMS & AIRTH, P.A.  
28 West Central Boulevard  
Suite 401  
Orlando, Florida 32801

03 MAR 25 PM 1:21  
AND  
FILED  
SECRETARY OF STATE  
AT TALLAHASSEE, FLORIDA

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.

  
**WARREN E. WILLIAMS**

Date: January 1, 2003