

W03000056726

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK



Don Gervase  
12012 Rebeccas Run Dr  
Winter Garden, FL 34787

(Business Entity Name)

(Document Number)

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

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JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
IN FLORIDA

## 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:

### PROVISION MORTGAGE & INVESTMENTS

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

Date: **December 2, 2002**

Jurisdiction: **WINTER GARDEN, FLORIDA – ORANGE COUNTY**

THIRD: The name of the Limited Liability Company as set forth in the *attached Articles of Organization* is:

### PROVISION MORTGAGE & INVESTMENTS, LLC

*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.*

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17<sup>th</sup> day of December, 2003.

  
SONMI GERVASE – MEMBER

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared SONMI GERVASE, who is the organizer and a member of PROVISION MORTGAGE & INVESTMENTS, LLC, and who is personally known to me or who produced \_\_\_\_\_ as identification, and who acknowledged before me that he executed the above *Certificate of Conversion* on behalf of PROVISION MORTGAGE & INVESTMENTS, LLC, for the purposes therein stated.



Rosario de Calzada  
My Commission DD261078  
Expires September 27 2006

  
NOTARY PUBLIC

Expiration Date: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
FOR  
PROVISION MORTGAGE & INVESTMENTS, LLC**

The undersigned, for the purpose of forming a for profit Limited Liability Company (the "Company") under the Florida Limited Liability Company Act, Florida Statutes 608, hereby makes, acknowledges, and files the following Articles of Organization:

**ARTICLE 1 – NAME**

The name of the Limited Liability Company shall be:

**PROVISION MORTGAGE & INVESTMENTS, LLC**

**ARTICLE 2 – ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

400 WEST CHURCH STREET  
ORLANDO, FL 32801

The Company may at its discretion, at any time, change the address of its principal office.

**ARTICLE 3 – PURPOSE**

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

**ARTICLE 4 – EFFECTIVE DATE AND DURATION**

These Articles of Organization shall become effective January 1, 2004 if approved by the Florida Department of State, Secretary of State. The period of duration for the Limited Liability Company shall be perpetual, unless the Company is earlier dissolved as provided under Article 8 of these Articles of Organization.

**ARTICLE 5 – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of the registered office of the Company is:

PROVISION MORTGAGE & INVESTMENTS, LLC  
400 WEST CHURCH STREET  
ORLANDO, FL 32801

The initial address of the registered agent of the Company is:

SONMI GERVASE  
12012 REBECCAS RUN DR  
WINTER GARDEN, FL 34787-5526

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED  
OFFICE**

*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 as provided for in Chapter 608, Florida Statutes.*



\_\_\_\_\_  
SONMI GERVASE – REGISTERED AGENT

**ARTICLE 6 – MANAGEMENT AND MEMBERS**

The Company shall be conducted, carried on, and managed by the following members and is, therefore, a member-managed Company. The name and address of the members are:

SONMI GERVASE  
12012 REBECCAS RUN DR  
WINTER GARDEN, FL 34787

DONALD T GERVASE JR  
12012 REBECCAS RUN DR  
WINTER GARDEN, FL 34787

**ARTICLE 7 – ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous consent of all the members of the Company.

**ARTICLE 8 – TERMINATION OF EXISTENCE**

The Company shall be dissolved upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all remaining members, provided there is at least one remaining member.

## **ARTICLE 9 – INDEMNIFICATION**

- I. The Company shall indemnify every member and manager and the member or manager's heirs, executors, and administrators against expense actually and reasonably incurred by the manager, as well as against any amount paid upon judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this Limited Liability Company.
- II. This indemnification is being given because the member(s) and manager(s) will be requested by the Company to act for and on behalf of the Company and for the Company's benefit.
- III. This indemnification is not exclusive of other rights to which the member(s) or manager(s) may be entitled.
- IV. The member(s) and manager(s) are entitled to the fullest indemnification allowed by current law or as the law may be amended after the adoption of these Articles.
- V. A member or manager shall be liable to the Company for the following actions:
  - Any breach of his or her duty of loyalty to the Company, or its members,
  - An act or omission that was taken in bad faith and which constitutes a breach of the manager's duty to the Company by an act that is grossly negligent, malicious, or intentional, as those terms are defined by law,
  - A transaction in which the manager benefits to the detriment of the Company or its members, and
  - An action for which the manager is liable at law and for which an indemnification is not allowed.

## **ARTICLE 10 – AMENDMENTS**

The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the member(s).

*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.*

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17<sup>th</sup> day of December, 2003.

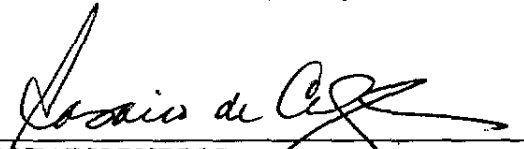
  
\_\_\_\_\_  
SONMI GERVASE – MEMBER

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared SONMI GERVASE, who is the organizer and a member of PROVISION MORTGAGE & INVESTMENTS, LLC, and who is personally known to me or who produced \_\_\_\_\_ as identification, and who acknowledged before me that he executed the above *Articles of Organization* on behalf of PROVISION MORTGAGE & INVESTMENTS, LLC, for the purposes therein stated.



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