

L050000015060

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

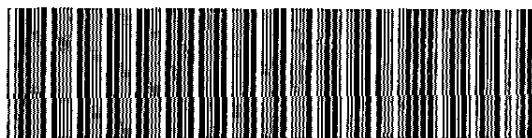
Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

[Handwritten signature]

Office Use Only



600046333216

02/14/05--01061--015 **150.00

FILED
05 FEB 14 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
05 FEB 14 AM 11:16
TALLAHASSEE, FLORIDA

CORPORATE
ACCESS,
INC.

236 East 6th Avenue, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666, Fax (850) 222-1666

WALK IN
PICK UP 2/14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 FEB 14 PM 3:34

FILED

CERTIFIED COPY

ECUS

✓ PHOTO COPY

✓ FILING

Conversion

H & L Historic Investments, LLC
(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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
H & L INVESTMENTS, a 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: 1989
- 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:

H & L HISTORIC INVESTMENTS, LLC



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.)

Louis A. Sutherland as Trustee for Louis A. Sutherland Living Trust
Typed or Printed Name of Signee dated August 8, 2000

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
OF
H & L HISTORIC INVESTMENTS, LLC

FILED
05 FEB 14 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purposes of forming a Limited Liability Company (hereafter the "Company") under the laws of the State of Florida do set forth the following:

Article I. NAME.

The name of the Company is: H & L HISTORIC INVESTMENTS, LLC

Article II. PERIOD OF DURATION.

The period of duration of the Company shall be from the date of filing until the first to occur of the following:

- (i) Fifty (50) years from the date of filing of these Articles of Organization with the Department of State, or
- (ii) Dissolution of the Company pursuant to provisions of the Florida Limited Liability Company Act.

Article III. PURPOSE.

The purpose for which the Limited Liability Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV. ADDRESS OF PLACE OF BUSINESS AND MAILING ADDRESS OF BUSINESS.

The address of the place of business in Florida for the Limited Liability Company is: 1104 E.

Robinson St., Orlando, Florida 32801. The mailing address of the business in Florida for the Limited Liability Company is: 1104 E. Robinson St., Orlando, Florida 32801.

Article XI. REGISTERED AGENT.

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Jeffrey A. Icardi, 2180 West State Road 434, Suite 6190, Longwood, Florida 32779.

Article XII. CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: one hundred dollars (\$100.00) in cash and no other property is being contributed to the Company.

Article XIII. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events which will cause the same, that shall be made, are as follows: no additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Company.

Article XIV. ADDITIONAL MEMBERS.

Members may admit additional members upon unanimous agreement of the existing members, subject to the limitations of the Security Agreement.

Article XV. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of all the remaining members of the Company.

Article XVI. MANAGEMENT.

The Limited Liability Company is to be managed by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. The names and addresses of

the initial Members are as follows:

Louis A. Sutherland as Trustee of the
Louis A. Sutherland Living Trust, dated August 8, 2000
1104 E. Robinson St.
Orlando, Florida 32801;

Heather Stephenson as Trustee of the
Heather Stephenson Living Trust, dated December 17, 2003
1104 E. Robinson St.
Orlando, Florida 32801.

Article XVII. OPERATING AGREEMENT.

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

Executed at Orlando, Florida on the 10 day of February 2005.

- Louis A. Sutherland Living Trust,
dated August 8, 2000

BY:

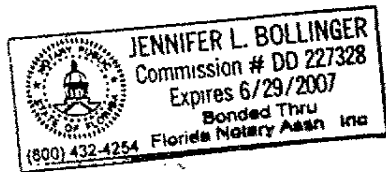

Louis A. Sutherland as Trustee

[End of Page]

STATE OF FLORIDA
COUNTY OF ORANGE

ON THIS, the 10th day of February 2005, before me personally appeared Louis A. Sutherland, as Trustee of Louis A. Sutherland Living Trust, dated August 8, 2000, a member of H & L Historic Investments, LLC, a Florida Limited Liability Company to be formed, to me known to be the person who executed the foregoing, and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.



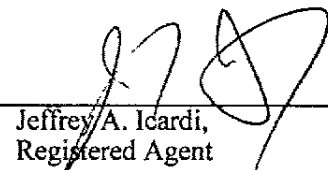

NOTARY PUBLIC
My Commission Expires: JENNIFER BOLLINGER

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of H & L Historic Investments, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes, Section 608.415 and is herewith simultaneously designated as registered agent by H & L Historic Investments, LLC.

Executed this 11 day of February 2005.

BY: _____


Jeffrey A. Icardi,
Registered Agent

FOR THE LIMITED LIABILITY COMPANY:

Louis A. Sutherland Living Trust,
dated August 8, 2000

BY: _____


Louis A. Sutherland as Trustee