

L05000066122

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

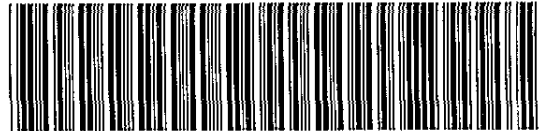
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06/24/05--01002--009 **160.00

06/24/05--01002--010 **25.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN 29 PM 3:00

FF \$ 150.00
22/1/05 35.



CHARTER CAPITAL
MANAGEMENT, LLC
Registered Investment Advisor

6-15-2005

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Rec'd. 6/17/05

Ms. Brenda Tadlock:

This is in follow-up to our conversation with you last week.

Enclosed please find the Transmittal Letter, Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent and Certificate of Existence, and check to register Charter Capital Management, LLC to transact business in Florida.

We are a Louisiana LLC and began doing business in Florida in July 2003. We have always acted in good faith to comply with the requirements of the State of Florida. However, we did not realize that we needed to file as a Foreign LLC with the State of Florida.

We would also like to convert Charter Capital Management, LLC to a Florida entity. Please also find the Transmittal Letter, Articles of Organization for Florida Limited Liability Company, Certificate of Conversion and check for the conversion.

Please let us know if anything further is needed for us to be in good standing with the State of Florida.

Thank you again for all your help.

Sincerely,

Steven Bruce

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Charter Capital Management, L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steven M. Bruce
(Name of Person)

Charter Capital Management, L.L.C.
(Firm/Company)

1513 Island Green Drive
(Address)

Destin, FL 32550
(City/State and Zip Code)

For further information concerning this matter, please call:

Steven M. Bruce at (850) 622-9773
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee & Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed) |
|--|---|---|--|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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:
Charter Capital Management, L.L.C.

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

- A. Date: May 19, 2000
- B. Jurisdiction: Louisiana
- 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:

Charter Capital Management, L.L.C.



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.)

Steven M. Bruce

Typed or Printed Name of Signee

05 JUN 29 PM 3:00

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DIVISION OF CORPORATIONS

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 FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Charter Capital Management, L.L.C.

ARTICLE II - Address:

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

Principal Office Address:

1513 Island Green Drive
Destin, FL 32550

Mailing Address:

1513 Island Green Drive
Destin, FL 32550

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Steven M. Bruce

Name

1513 Island Green Drive

Florida street address (P.O. Box **NOT** acceptable)

Destin, FL 32550

FL

City, State, and Zip

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, F.S..



Registered Agent's Signature

(CONTINUED)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN 29 PM 3:00

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM _____

Steven M. Bruce

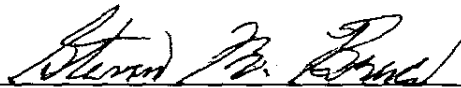
1513 Island Green Drive

Destin, FL 32550

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



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.)

Steven M. Bruce

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)