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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

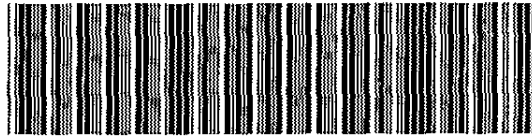
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

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J. BRYAN AUG - 8 2006

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** JOSEPH COSTELLO PROPERTIES, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Victor G. Santiago, Esquire

(Contact Person)

Norton, Hammersley, Lopez & Skokos, P.A.

(Firm/Company)

1819 Main Street, Suite 610

(Address)

Sarasota, FL 34236

(City, State and Zip Code)

For further information concerning this matter, please call:

Victor G. Santiago, Esq. at ( 941 ) 954-4691

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)     \$155.00 Filing Fees and Certificate of Status     \$180.00 Filing Fees and Certified Copy     \$185.00 Filing Fees, Certified Copy, and Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

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1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:  
**JOSEPH COSTELLO PROPERTIES**  
\_\_\_\_\_  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a **general partnership**  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of **New Jersey**  
(Enter state, or if a non-U.S. entity, the name of the country)

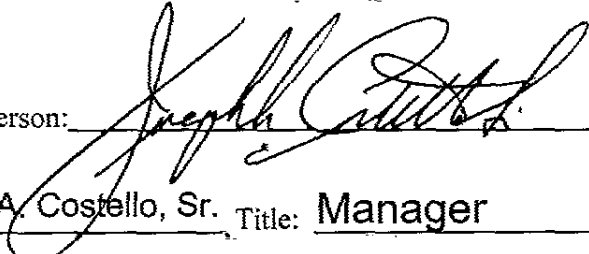
on **June 15, 1981**  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:  
**N/A**  
\_\_\_\_\_

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
**JOSEPH COSTELLO PROPERTIES, LLC**  
\_\_\_\_\_  
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 25th day of July, 2006

Signature of Authorized Person: 

Printed Name: Joseph A. Costello, Sr. Title: Manager

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**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

**ARTICLES OF ORGANIZATION**  
**OF**  
**JOSEPH COSTELLO PROPERTIES, LLC**

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06 AUG - 7 PM 2:37

The undersigned person, acting as the organizer of JOSEPH COSTELLO PROPERTIES, LLC, under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is:

JOSEPH COSTELLO PROPERTIES, LLC

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 1819 Main Street, Suite 610, Sarasota, Florida 34236, and the name of the company's initial registered agent at that address is PETER Z. SKOKOS, ESQUIRE.

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ARTICLE V - PLACE OF BUSINESS

The mailing address and the street address of the principal office of the company is 1736 Main Street, Sarasota, Florida 34236.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved by the written consent of all of the then-existing members and upon such terms and conditions as shall be set forth in its Operating Agreement.

ARTICLE VII - MANAGEMENT BY MANAGER

The company shall be managed by a Manager and the name and address of the initial Manager is:

JOSEPH A. COSTELLO, SR.  
1736 Main Street  
Sarasota, Florida 34236

ARTICLE VIII - OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the company is vested exclusively in the members of the company.

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06 AUG - 7 PM 2:38

ARTICLE IX - ORGANIZER

The name and street address of the organizer executing these Articles of Organization is:

JOSEPH A. COSTELLO, SR.  
1736 Main Street  
Sarasota, Florida 34236

ARTICLE X - TERMINATION OF MEMBERSHIP INTEREST

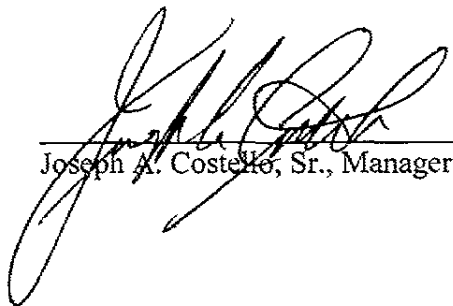
The company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE XI - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by a majority in interest of the members and shall be as prescribed by the Secretary of State of the State of Florida.

DATED: July 25, 2006.

(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.)

  
\_\_\_\_\_  
Joseph A. Costello, Sr., Manager

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**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That JOSEPH COSTELLO PROPERTIES, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 1819 Main Street, Suite 610, Sarasota, Florida 34236, has named PETER Z. SKOKOS, ESQUIRE as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for JOSEPH COSTELLO PROPERTIES, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: July 25, 2006.

  
\_\_\_\_\_  
PETER Z. SKOKOS