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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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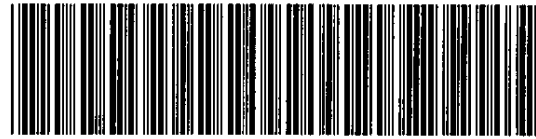
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Cornerstone Inspection Service, 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:

Christina Harris Schwinn

(Contact Person)

Pavese Law Firm

(Firm/Company)

1833 Hendry St.

(Address)

Fort Myers, FL 33901

(City, State and Zip Code)

For further information concerning this matter, please call:

Christina Harris Schwinn at (239) 336-6292

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$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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TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
FOR
CORNERSTONE INSPECTION SERVICE, INC.
INTO
CORNERSTONE INSPECTION SERVICE, LLC

This Certificate of Conversion and attached Articles of Organization are submitted to convert CORNERSTONE INSPECTION SERVICE, INC. into CORNERSTONE INSPECTION SERVICE, LLC in accordance with Florida Statute 608.439.

1. The name of the Other Business Entity immediately prior to the filing of this Certificate of Conversion is CORNERSTONE INSPECTION SERVICE, INC.
2. CORNERSTONE INSPECTION SERVICE, INC. is a corporation first organized, formed or incorporated under the laws of the State of Florida on August 16, 2007 and assigned electronic filing number P07000092359.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is CORNERSTONE INSPECTION SERVICE, LLC.
4. The conversion shall be effective on the date of filing.

SIGNED on this the 21 day of SEPTEMBER 2007.

By: Blaine K. Himes
Printed Name: BLAINE K. HIMES
Title: DIRECTOR

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**Electronic Articles of Incorporation
For**

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August 16, 2007
Sec. Of State
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CORNERSTONE INSPECTION SERVICE INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CORNERSTONE INSPECTION SERVICE INC

Article II

The principal place of business address:

3626 NW 10TH STREET
CAPE CORAL, FL. 33993

The mailing address of the corporation is:

3626 NW 10TH STREET
CAPE CORAL, FL. 33993

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

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

BLAINE K HIMES
3626 NW 10TH STREET
CAPE CORAL, FL. 33993

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TALLAHASSEE, FLORIDA

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: BLAINE K HIMES

Article VI

The name and address of the incorporator is:

EDWARD STAHLIN
122 W. HURON

ANN ARBOR, MI 48104

Incorporator Signature: EDWARD STAHLIN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR
BLAINE K HIMES
3626 NW 10TH STREET
CAPE CORAL, FL. 33993

Title: DIR
SANDRA J HIMES
3626 NW 10TH STREET
CAPE CORAL, FL. 33993

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ARTICLES OF ORGANIZATION OF
CORNERSTONE INSPECTION SERVICE, LLC

The undersigned certifies that he is filing this document for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be the **CORNERSTONE INSPECTION SERVICE, LLC** and its principal office shall be located at 3626 NW 10th Street, Cape Coral, FL 33993 and the mailing address shall be 3626 NW 10th Street, Cape Coral, FL 33993, and it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
 5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service
- Articles of Organization*
Cornerstone Inspection Service, LLC

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under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

There shall be one (1) initial member of this limited liability company, whose name, address and ownership are as follows:

	<u>Percentage of Ownership</u>
Blaine K. Himes 3626 NW 10 th Street Cape Coral, FL 33993	100%

ARTICLE IV EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of and the business and affairs of this limited liability company shall be managed under the direction of, a manager elected by the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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ARTICLE V
MANAGEMENT

The limited liability company shall be managed by not less than one (1) manager. The following is the name and address of the individual who shall initially serve as the managing member of the limited liability company until the first annual meeting of the members or until his successors are elected and qualify in accordance with the regulations:

Blaine K. Himes
3626 NW 10th Street
Cape Coral, FL 33993

ARTICLE VI
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, or except as specified in a separate written agreement regarding purchase and sale executed by all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members. If there are no remaining members, then member's estate shall be entitled to appoint a managing member to manage the limited liability company.

ARTICLE VII
CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the limited liability company by the members in proportion to their ownership interests. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in proportion to their ownership interests.

ARTICLE VIII
DISTRIBUTIONS

The member(s) shall be entitled to the net profits, as defined in the regulations, arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a

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distributive share of the profits in proportion to their ownership interest. The distribution of the profits shall be determined as provided in the regulations of the company.

ARTICLE IX **DURATION**

The limited liability company shall commence on the date the Articles of Organization are duly filed as required by law and shall continue in existence for a term of Fifty (50) years, unless sooner terminated, liquidated or dissolved, as provided in the regulations adopted by members.

ARTICLE X **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is **1833 Hendry St., Ft. Myers, Florida 33901**, and the name of the company's initial registered agent at that address is **Christina Harris Schwinn, Pavese Law Firm**.

ARTICLE XI **FLORIDA STATUTE 608.4227**

Except as provided in Florida Statute 608.4227, the members, managers, and managing members of a limited liability company are not liable, solely by reason of being a member or serving as a manager or managing member, under a judgment, decree, or order of a court, or in any other manner, for a debt, obligation, or liability of the limited liability company.

Any such member, managing member, manager, or other person acting under the articles of organization or operating agreement of a limited liability company is not liable to the limited liability company or to any such other member, managing member, or manager for the member's, managing member's, manager's, or other person's good faith reliance on the provisions of the limited liability company's articles of organization or operating agreement.

The member's, managing member's, manager's, or other person's duties and liabilities may be expanded or restricted by provisions in a limited liability company's articles of organization or operating agreement.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed articles of Organization of **CORNERSTONE INSPECTION SERVICE, LLC**.

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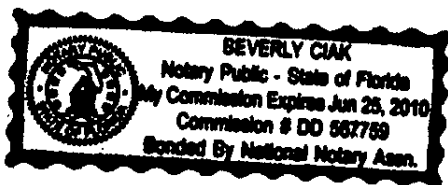
Executed by the undersigned at Cape Coral, Florida, on the 21 day of SEPTEMBER 2007.

Blaine K. Himes
Blaine K. Himes

STATE OF FLORIDA §
 §
COUNTY OF LEE §

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared BLAINE K. HIMES, known to me ~~AND~~ ☐ who produced DL H 520-071-48-144-0 as identification and who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 21 day of September, 2007.



Beverly Ciaik
Notary Public
My Commission No.: DD 587759
My Commission Expires: 6-25-2010

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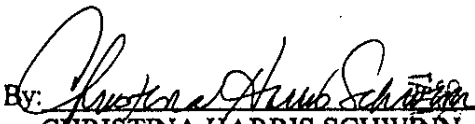
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That **CORNERSTONE INSPECTION SERVICE, LLC**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 3626 NW 10th Street, Cape Coral, Florida 33993, has named **CHRISTINA HARRIS SCHWINN, PAVESE LAW FIRM**, located at 1833 Hendry St., City of Fort Myers, County of Lee, Florida 33901, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS

Having been named to accept service of process for the above-stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
CHRISTINA HARRIS SCHWINN
Registered Agent

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