

WS 000069028

(Requestor's Name)

(Address)

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(Document Number)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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WS-69028

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Miller Investments and Securities, Inc., 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:

Benjamin F. Miller
(Contact Person)

Miller Investments and Securities, Inc., LLC
(Firm/Company)

Post Office Box 7867
(Address)

Delray Beach, FL 33484
(City, State and Zip Code)

For further information concerning this matter, please call:

Benjamin F. Miller at (561) 638-8181
(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.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Miller Investments and Securities, Inc.

P08-18374

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation.
(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 Florida, USA
(Enter state, or if a non-U.S. entity, the name of the country)

on February 14, 2008.
(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**:

Miller Investments and Securities, .LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: July 18, 2008.
(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.)

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Signed this 17th day of July 2008.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: _____
Printed Name: Benjamin F. Miller Title: President

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Benjamin F. Miller
Printed Name: Benjamin F. Miller Title: President

Signature: Cedric K. Miller
Printed Name: Cedric K. Miller Title: 1st Vice President

Signature: Aston D. Miller
Printed Name: Aston D. Miller Title: 2nd Vice President

Signature: Priscilla Miller-Jones
Printed Name: Priscilla Miller-Jones Title: Secretary/Treasurer

Signature: Juan L. Miller
Printed Name: Juan L. Miller Title: Director

Signature: _____
Printed Name: _____ Title: _____

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If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

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 FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Miller Investments and Securities, LLC

(Must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

14600 Military Trail
Suite F-1
Delray Beach, FL 33484 USA

Mailing Address:

Post Office Box 7867
Delray Beach,
FL 33482-7867 USA

ARTICLE III - Registered Agent, Registered Office, & Registered Agent

Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Benjamin F. Miller
Name
550 North West 21st Court
Florida street address (P.O. Box **NOT** acceptable)
Pompano Beach, FL 33060 USA
City, State, and Zip

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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.

Benjamin F. Miller
Registered Agent's Signature (REQUIRED)

(CONTINUED)

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:

MGR

Benjamin F. Miller
550 NW 21st Court
Pompano Beach, FL 33060 USA

MGR

Cedric K. Miller
570 Liberty Via
Christiansburg, VA 24073 USA

MGR

Aston D. Miller
12964 75th Lane North
West Palm Beach, FL 33412 USA

MGR

Priscilla Miller-Jones
14600 Military Trail, Suite F-1
Delray Beach, FL 33484 USA
(Use attachment if necessary)

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ARTICLE V: Effective date, if other than the date of filing: July 18, 2004

(OPTIONAL)

(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 Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:

Benjamin F. Miller

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.)

Benjamin F. Miller

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)

ARTICLE IV – Manager(s) or Managing Member (s): (Cont'd)

Title:

Name and Address:

“MGR” = Manager

“MGRM” = Managing Member

MGRM

Quan L. Miller

3361 South Kirkman Road, Apt 811

Orlando, Florida 32811 USA

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