

L080000070703

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

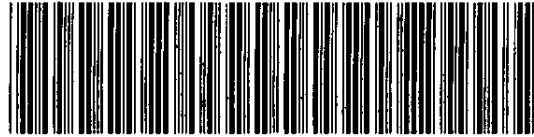
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



900132700479

07/22/08--01027--011 \*\*150.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:49

J. BRYAN

JUL 23 2008

EXAMINER

July 21, 2008

**VIA UPS OVERNIGHT DELIVERY**

Florida Secretary of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:49

Re: Certificate of Conversion; Articles of Organization; The Morgan Executive  
Development Institute, LLC (the "Company")

Dear Sir or Madam:

Please find enclosed the following documents for filing with the Florida Secretary of  
State with respect to the above-referenced Company:

- (1) Certificate of Conversion For "Other Business Entity" Into Florida Limited  
Liability Company; and
- (2) Articles of Organization of the Company.

Please also find enclosed our firm's check in the amount of One Hundred Fifty and  
No/100 Dollars (\$150.00), representing (i) the filing fee for the Certificate of Conversion  
(\$25.00), and (ii) the filing fee for the Articles of Organization (\$125.00).

If you have any questions, please feel free to contact us.

Very truly yours,

J. Corey Silverman

JCS/pp  
Encl.

S:\Documents\Scott\Hutton, Donald\Sec of State FL ltr.doc

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Morgan Executive Development Institute, 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:

Scott L. Glazier, Esq.  
(Contact Person)

Glazier & Glazier, P.A.  
(Firm/Company)

8825 Perimeter Park Blvd., Suite 504  
(Address)

Jacksonville, Florida 32216  
(City, State and Zip Code)

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:49

For further information concerning this matter, please call:

Scott L. Glazier, Esq. at ( 904 ) 997-1033  
(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

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:49

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:

The Morgan Executive Development Institute, LLC

**(Enter Name of Other Business Entity)**

2. The "Other Business Entity" is a Limited Liability Company.

**(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 Colorado

**(Enter state, or if a non-U.S. entity, the name of the country)**

on February 25, 2002

**(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:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

The Morgan Executive Development Institute, LLC

**(Enter Name of Florida Limited Liability Company)**

5. If not effective on the date of filing, enter the effective date: NA.  
(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 17<sup>th</sup> day of July 2008.

Signature of Authorized Person: 

Printed Name: Donald H. Hutton Title: Manager

**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)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:49

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:50

**ARTICLES OF ORGANIZATION  
OF  
THE MORGAN EXECUTIVE DEVELOPMENT INSTITUTE, LLC**

The undersigned organizer, who is a member of THE MORGAN EXECUTIVE DEVELOPMENT INSTITUTE, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I - NAME**

The name of the Company is THE MORGAN EXECUTIVE DEVELOPMENT INSTITUTE, LLC

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is 113 Plantation Circle South, Ponte Vedra Beach, Florida 32082.

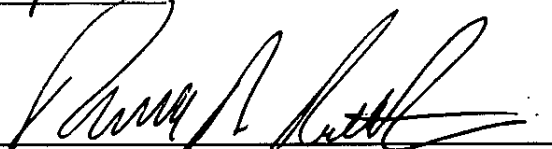
**ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent is GLAZIER & GLAZIER, P.A., 8825 Perimeter Park Boulevard, Suite 504, Jacksonville, Florida 32216.

**ARTICLE IV - MANAGEMENT**

The Company shall be managed by one or more managers elected by the members. The relative rights, duties and obligations of the managers and the members and the conduct of the Company's business shall be specified in a written operating agreement to be adopted by all of the members.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization on the 17<sup>th</sup> day of July 2008.

  
Donald H. Hutton, Organizer

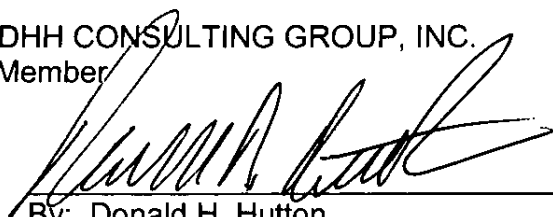
**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 618.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the Limited Liability Company is THE MORGAN EXECUTIVE DEVELOPMENT INSTITUTE, LLC.
2. The name and the Florida street address of the registered agent and office is GLAZIER & GLAZIER, P.A., 8825 Perimeter Park Boulevard, Suite 504, Jacksonville, Florida 32216.

THE MORGAN EXECUTIVE DEVELOPMENT  
INSTITUTE, LLC

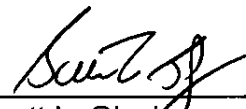
By: DHH CONSULTING GROUP, INC.  
Its: Member

  
By: Donald H. Hutton  
Its: President

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 JUL 22 PM 1:50

The undersigned, having been named as registered agent for the above named limited liability company, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with, and accepts the obligations of its position as registered agent for THE MORGAN EXECUTIVE DEVELOPMENT INSTITUTE, LLC as provided for in Chapter 608, F.S.

**GLAZIER & GLAZIER, P.A.**

By:   
Name: Scott L. Glazier  
Its: Vice President

Date: 7/17/2008