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SECRETARY OF STATE SECRETARY OF CORPORATIONS ON SEP 17 AM 11: 48

W03-42061 2008

J. BRYAN

SEP 1 8 2008

EXAMINER

LAW OFFICES

SCOTT M. GRANT, P.A.

3400 TAMIAMI TRAIL NORTH, SUITE 201

NAPLES, FLORIDA 34103

E-MAIL: info@scottmgrantpa.com

SCOTT M. GRANT* WILLIAM A. FOCHT *ALSO ADMITTED IN MA TELEPHONE (239) 649-4848 GENERAL FAX (239) 643-9810 REAL ESTATE FAX (239) 643-1097

September 4, 2008

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

Dear Sir or Madam:

Re:

J. M. Sales & Marketing, LLC

Enclosed are the following original documents to be filed in connection with the above-referenced matter:

- 1. Certificate of Conversion; and
- 2. Articles of Organization.

Also enclosed is a check in the amount of \$155.00 representing filing fees and certificate of status. Please forward original filed Articles as well as certificate of status to our office in the self-addressed, postage-paid envelope which is enclosed for your convenience.

If you have any questions, please don't hesitate to contact our office.

Very truly yours,

Nancy Swart

Florida Registered Paralegal

/ncs

Enclosures

WPDOCS LEGAL/Correspondence 2008/08265 Division of Corporations ltr1 doc



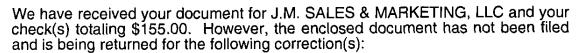
FLORIDA DEPARTMENT OF STATE Division of Corporations

September 10, 2008

NANCY SWART SCOTT M. GRANT, P.A. 3400 TAMIAMI TRAIL NORTH, SUITE 201 NAPLES, FL 34103

SUBJECT: J.M. SALES & MARKETING, LLC

Ref. Number: W08000042061



The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is #P96000071850, JM SALES & MARKETING, INC..

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan Regulatory Specialist II SECRETARY OF STATIONS
SECRETARY OF CORPORATIONS
ON SEP 17 AM 11: 48

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Letter Number: 608A00049519

LAW OFFICES

SCOTT M. GRANT, P.A.

3400 TAMIAMI TRAIL NORTH, SUITE 201 NAPLES, FLORIDA 34103

E-MAIL: info@scottmgrantpa.com

SCOTT M. GRANT* WILLIAM A. FOCHT *ALSO ADMITTED IN MA

TELEPHONE (239) 649-4848 GENERAL FAX (239) 643-9810 REAL ESTATE FAX (239) 643-1097

September 15, 2008

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

Re: J. M. Sales & Marketing of Fort Myers, LLC

Dear Sir or Madam:

Enclosed are the following original documents to be filed in connection with the abovereferenced matter:

- 1. Certificate of Conversion; and
- 2. Articles of Organization.

Also enclosed is a copy of your correspondence in connection with the rejection of the previous filing. Please forward original filed Articles as well as certificate of status to our office in the self-addressed, postage-paid envelope which is enclosed for your convenience.

If you have any questions, please don't hesitate to contact our office.

Very truly yours,

Nancy Swart^U

Florida Registered Paralegal

/ncs

Enclosures

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COVER LETTER

Division of Corporations			
SUBJECT: J. M. Sales & Marketing of Fort Myers, LLC (Name of Resulting Florida Limited Company)			
The enclosed Certificate of Conversion, Article convert an "Other Business Entity" into a "Floaccordance with s. 608.439, F.S.			
Please return all correspondence concerning the			
Scott M. Grant, Esq.	08 SEP 17		
(Contact Person)			
Scott M. Grant, P.A.			
(Firm/Company)			
3400 Tamiami Trail N., Suite 201	-		
(Address)			
Naples, FL 34103	<u> </u>		
(City, State and Zip Code)			
For further information concerning this matter	, please call:		
Scott M. Grant, Esq. or Nancy Swart, Paralegal a	t (239) 280-5203		
(Name of Contact Person)	(Area Code and Daytime Telephone Number)		
Enclosed is a check for the following amount:			
	■\$185.00 Filing Fees, nd Certified Copy Certified Copy, and Certificate of Status		
STREET ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle	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

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: J. M. Sales & Marketing, 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 Ohio (Enter state, or if a non-U.S. entity, the name of the country) on August 30, 1999 (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:** J. M. Sales & Marketing of Fort Myers, LLC (Enter Name of Florida Limited Liability Company) 5. If not effective on the date of filing, enter the effective date: Date of filing (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

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listed therein.)

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AM 11: 48	SECRETARY OF STATE DIVISION OF CORPORATIONS

Signed this 15 day of September	20 08		
Signature of Member or Authorized Representative of Limited Liability Company:			
Signature of Member or Authorized Representative: Printed Name: <u>James G. McCov</u>	Games Y. M. Coy Aitle: Manager		
Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]			
Signature: James B. McCoy Printed Name: James G. McCoy			
Printed Name: James G. McCoy	Title: Manager		
Signature:			
Signature: Printed Name:	Title:		
Signature:			
Signature: Printed Name:	Title:		
Signature:			
Printed Name:	Title:		
Signature:			
Signature:Printed Name:	Title:		
Signature:			
Printed Name:	Title:		
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:			

Page 2 of 2

Certificate of Conversion:

Certified Copy: Certificate of Status:

Fees for Florida Articles of Organization:

\$25.00

\$125.00

\$30.00 (Optional) \$5.00 (Optional)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I NAME

The name of the Limited Liability Company is:

J. M. SALES & MARKETING OF FORT MYERS, LLC

ARTICLE II ADDRESS

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

9091 Prosperity Way Ft. Myers, FL 33913

ARTICLE III DURATION

The period of duration for the Limited Liability Company shall be indefinite.

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by a Manager and the name and address of such Manager who is to serve as Manager is:

James G. McCoy 9091 Prosperity Way Ft. Myers, FL 33913

ARTICLE V ADMISSION OF ADDITIONAL MEMBERS

Upon unanimous approval by the Members, the Company is authorized to issue additional Units in the Company and to admit Additional Members to the Company.

ARTICLE VI MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the company shall have the right to continue the business on 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 Limited Liability Company.

ARTICLE VII REGISTERED AGENT

The name and address of the registered agent is:

Scott M. Grant, Esq. Scott M. Grant, P.A. 3400 Tamiami Trail N., Suite 201 Naples, FL 34103

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, Florida Statutes.

X OH

Scott M./Grant

These Articles are executed this 15 day of September, 2008 by the undersigned Initial Member of J. M. SALES & MARKETING OF FORT MYERS, LLC, pursuant to Section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

MANAGER:

James L. Mc B Sames G. McCoy