

LO8000 101776

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(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

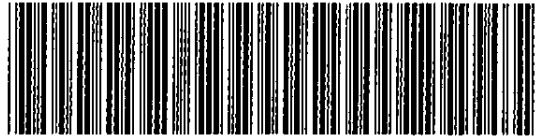
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October 28, 2008

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Pence South Brevard Sewer & Septic Tanks II, LLC

Dear Sir or Madam:

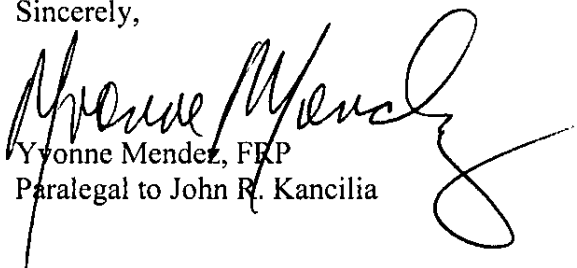
Enclosed for filing please find the following original documents:

1. Certificate of Conversion;
  2. Articles of Organization for Pence South Brevard Sewer & Septic Tanks II, LLC
- and
3. Our check payable to your order in the amount of \$180.00 for the filing fee for the Certificate of Conversion (\$25.00) and the filing fee and certified copy fee for the Articles of Organization (\$155.00).

Please file the documents as soon as possible and return confirmation that both documents have been filed along with a certified copy of the Articles of Organization.

Thank you for your assistance in this regard and, if you have any questions, please do not hesitate to contact me.

Sincerely,

  
Yvonne Mendez, FRP  
Paralegal to John R. Kancilia

/ym  
Enclosures

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TALLAHASSEE, FLORIDA

## **CERTIFICATE OF CONVERSION**

Pence South Brevard Sewer & Septic Tanks, Inc., a Florida corporation, hereby submits this Certificate of Conversion pursuant to Section 608.439, *Florida Statutes*, to the Secretary of State of the State of Florida.

### **ARTICLE I NAME**

The name of the entity to be converted pursuant hereto is Pence South Brevard Sewer & Septic Tanks, Inc.

### **ARTICLE II DATE AND JURISDICTION OF ORGANIZATION**

Pence South Brevard Sewer & Septic Tanks, Inc. was first organized on August 13, 1979 under the laws of the State of Florida.

### **ARTICLE III FORM OF ENTITY**

Pence South Brevard Sewer & Septic Tanks, Inc. is a corporation subject to the laws of the State of Florida. The laws of the State of Florida governing Pence South Brevard Sewer & Septic Tanks, Inc. permit this conversion.

### **ARTICLE IV CONVERSION**

Pence South Brevard Sewer & Septic Tanks, Inc. shall be converted into a Florida limited liability company organized under Chapter 608, *Florida Statutes*. The name of the limited liability company shall be Pence South Brevard Sewer & Septic Tanks II, LLC.

### **ARTICLE V ARTICLES OF ORGANIZATION**

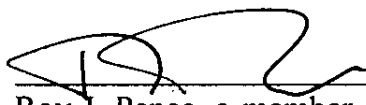
The Articles of Organization of Pence South Brevard Sewer & Septic Tanks II, LLC, a Florida limited liability company, have been submitted to the Florida Secretary of State contemporaneously with this Certificate of Conversion.

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TALLAHASSEE, FLORIDA

**ARTICLE VI  
EFFECTIVE DATE**

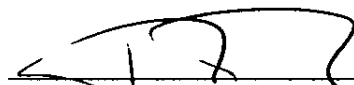
This Certificate of Conversion shall be effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 24<sup>th</sup> day of October, 2008.



Roy J. Pence, a member of Pence South Brevard  
Sewer & Septic Tanks II, LLC

Date Signed: 10/24/2008



Roy J. Pence, President of Pence South Brevard  
Sewer & Septic Tanks, Inc.

Date Signed: 10/24/2008

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby states that he is familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and hereby accepts to act in that capacity and agrees to comply with the provisions of said Chapter relative to keeping open said office.



Roy J. Pence

Date Signed: 10/24/2008

**ARTICLES OF ORGANIZATION**  
**OF**  
**PENCE SOUTH BREVARD SEWER & SEPTIC TANKS II, LLC**

The undersigned desiring to form a limited liability company pursuant to Chapter 608, *Florida Statutes*, hereby states as follows.

**ARTICLE I - NAME**

The name of this limited liability company (the "Company") is Pence South Brevard Sewer & Septic Tanks II, LLC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the Company is 3160 Dixie Highway N.E., Palm Bay, Florida 32905. The mailing address of the Company is P. O. Box 060101, Palm Bay, Florida 32906-0101

**ARTICLE III - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent for service of process in the state for this Company is Roy J. Pence, 3160 Dixie Highway, N.E., Palm Bay, Florida 32905.

**ARTICLE IV - MANAGER**

The initial managers of the Company are Roy J. Pence and Alene Pence.

**IN WITNESS WHEREOF**, the undersigned member executed these Articles of Organization this 24<sup>th</sup> day of October, 2008.



**ROY J. PENCE**, a member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, *Florida Statutes*, the following is submitted in compliance with said Act:

FIRST, that PENCE SOUTH BREVARD SEWER & SEPTIC TANKS II, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Organization in the City of Palm Bay, County of Brevard, State of Florida, has named ROY J. PENCE, 3160 Dixie Highway, N.E., Palm Bay, Florida 32905 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I am familiar with the obligations of a registered agent under Chapter 608, *Florida Statutes*, and I hereby accept to act in this capacity and agree to comply with the provisions of said Chapter relative to keeping open said office.



\_\_\_\_\_  
ROY J. PENCE

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STATE OF FLORIDA  
SECRETARY OF STATE