

L 09000011439

(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:

A. LUNT

FEB - 4 2009

EXAMINER

Office Use Only



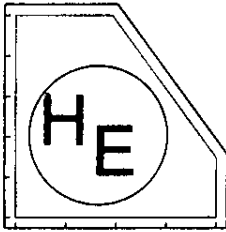
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

2009 FEB - 3 PM 1:22

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HERNANDEZ ENGINEERING, LLC
1653 Haywick Terrace
Dunedin, FL 34698
727-744-5254

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Hernandez Engineering, 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:

Jorge Hernandez
(Contact Person)

Hernandez Engineering, LLC
(Firm/Company)

1653 Haywick Terrace
(Address)

Dunedin, Florida 34698
(City, State and Zip Code)

For further information concerning this matter, please call:

Jorge Hernandez at (727) 744 - 5254
(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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TALLAHASSEE, FLORIDA
DIVISION OF STATE
CORPORATIONS

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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:

Hernandez Engineering

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Sole Proprietorship

(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

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

on September 17, 2004

(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**:

Hernandez Engineering, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____

(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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TALLAHASSEE, FLORIDA

Signed this 28 day of January 2009.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: Jorge Hernandez
Printed Name: Jorge Hernandez Title: Principal Managing Member

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

Signature: Jorge Hernandez
Printed Name: Jorge Hernandez Title: Owner

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

Article I - Name:

The name of the Limited Liability Company is:

Hernandez Engineering, LLC

Article II - Address:

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

Principal Office Address

1653 Haywick Terrace
Dunedin, FL 34698

Mailing Address

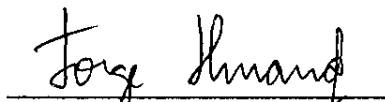
1653 Haywick Terrace
Dunedin, FL 34698

Article III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Jorge Hernandez
1653 Haywick Terrace
Dunedin, FL 34698

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.



Registered Agent's Signature

Article IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title

Principal Managing Member

Name and Address

Jorge Hernandez
1653 Haywick Terrace
Dunedin, FL 34698

A. The business and affairs of Company shall be governed by Manager. No member's action or any other person's action shall bind Company except as authorized by Company's Manager.

B. Manager shall have all of the duties, powers, and authority for Company.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Article V:

Nonliability and Indemnification:

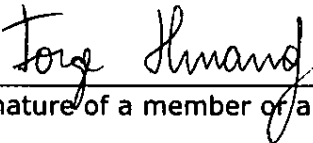
A. No Member or Manager of Company's shall be personally responsible or liable for any of the acts, debts, liabilities, or losses of Company.

B. No Manager of Company shall be personally responsible or liable to Company or its Members or anyone else for monetary damages for breach of fiduciary duty as a Manager except for liability (i) for any breach of the Manager's duty of loyalty to Company or its Members, (ii) for acts or omissions not in good faith or which involve intentional Misconduct or a knowing violation of law, (iii) for a transaction from which the Manager derived an improper personal benefit, or a, wrongful distribution.

C. The Company may, by action of the Manager, provide indemnification to such of the officers, employees and agents of Company to such extent and to such effect as the Manager shall determine to be appropriate and authorized by applicable law.

Article VI:

Effective date, if other than the date of filing:



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.)

Jorge Hernandez

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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