

LD9000023782

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M. THOMAS
MAR 11 2009
MAR 11 2009

EXAMINER

LD9-23782

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Garcia Funeral Homes, 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:

Thomas O. Wells, Esq.
(Contact Person)

Thomas O. Wells, P.A.
(Firm/Company)

540 Biltmore Way
(Address)

Coral Gables, FL 33134
(City, State and Zip Code)

For further information concerning this matter, please call:

Thomas O. Wells at (305) 444-0016
(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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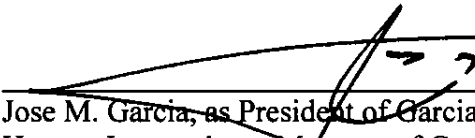
CERTIFICATE OF CONVERSION
OF
GARCIA FUNERAL HOMES, INC.
INTO
GARCIA FUNERAL HOMES, LLC

This Certificate of Conversion and the attached Articles of Organization are submitted to convert GARCIA FUNERAL HOMES, INC., a corporation organized under the laws of the State of Florida, into GARCIA FUNERAL HOMES, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 608.439, Florida Statutes.

1. GARCIA FUNERAL HOMES, INC., a corporation organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida, was formed on September 02, 1993, under Document Number P93000061510.
2. The name of the Florida limited liability company into which GARCIA FUNERAL HOMES, INC. will be converted is GARCIA FUNERAL HOMES, LLC. The Articles of Organization of GARCIA FUNERAL HOMES, LLC are attached to this Certificate of Conversion.
3. The conversion of GARCIA FUNERAL HOMES, INC., a Florida corporation, into GARCIA FUNERAL HOMES, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Limited Liability Company Act, Chapter 608.
4. The conversion of GARCIA FUNERAL HOMES, INC., a Florida corporation, into GARCIA FUNERAL HOMES, LLC and the Articles of Organization of GARCIA FUNERAL HOMES, LLC were approved by all of the shareholders and directors of GARCIA FUNERAL HOMES, INC., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of GARCIA FUNERAL HOMES, LLC is 3158 N. Bay Road, Miami Beach, Florida 33140. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for GARCIA FUNERAL HOMES, LLC will be 65-0437991 which is the same Federal employer identification number of GARCIA FUNERAL HOMES, INC.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
7. GARCIA FUNERAL HOMES, LLC shall pay any shareholder of GARCIA FUNERAL HOMES, INC. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 3rd day of March, 2009.



Jose M. Garcia, as President of Garcia Funeral
Homes, Inc., and as a Manager of Garcia Funeral
Homes, LLC

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
GARCIA FUNERAL HOMES, LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is GARCIA FUNERAL HOMES, LLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 3158 N. Bay Road, Miami Beach, Florida 33140.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Jose M. Garcia, 3158 N. Bay Road, Miami Beach, Florida 33140.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 3rd day of March, 2009.



Jose M. Garcia, Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for GARCIA FUNERAL HOMES, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned 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 as provided for in Chapter 608, F.S.

Jose M. Garcia

Dated: March 3, 2009

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TALLAHASSEE, FLORIDA