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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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T. CLINE

MAY - 5 2009

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2009

TIMOTHY RUGGIERO
9540 NW 10TH STREET
PLANTATION, FL 33322

SUBJECT: LAZARUS ASSET MANAGEMENT, LLC
Ref. Number: W09000020878

We have received your document for LAZARUS ASSET MANAGEMENT, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date of the conversion cannot be prior to the date of filing nor than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

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) 245-6020.

Tammi Cline
Regulatory Specialist II

Letter Number: 609A00014945

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TALLAHASSEE FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LAZARUS ASSET MANAGEMENT, 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:

TIMOTHY B. RUGGIERO

(Contact Person)

LAZARUS ASSET MANAGEMENT, LLC

(Firm/Company)

9540 NW 10TH STREET

(Address)

PLANTATION, FL 33322

(City, State and Zip Code)

For further information concerning this matter, please call:

TONIA PFANNENSTIEL

(Name of Contact Person)

at (954) 474-3001

(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

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:

LAZARUS ASSET MANAGEMENT, 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 DELAWARE

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

on 03/07/2005

(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:

LAZARUS ASSET MANAGEMENT, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: 05/05/09.
(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

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Signed this 29th day of APRIL 2009.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: [Signature]
 Printed Name: TIMOTHY B. RUGGIERO Title: MANAGER

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

Signature: [Signature]
 Printed Name: TIMOTHY B. RUGGIERO Title: MANAGER

Signature: _____
 Printed Name: _____ Title: _____

Signature: _____
 Printed Name: _____ Title: _____

Signature: _____
 Printed Name: _____ Title: _____

Signature: _____
 Printed Name: _____ Title: _____

Signature: _____
 Printed Name: _____ Title: _____

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TALLAHASSEE, FLORIDA

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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)

**Articles of Organization
of
LAZARUS ASSET MANAGEMENT, LLC.
A Florida Limited Liability Company**

ARTICLE I: Company Name

The name of the limited liability company is:

LAZARUS ASSET MANAGEMENT, LLC.

ARTICLE II: Principal Place of Business

The address of its principal place of business is:

9540 NW 10th Street
Plantation, FL 33322

ARTICLE III: Registered Agent & Office

The name and the Florida street address of its registered agent, whose Consent to Appointment as Registered Agent accompanies these Articles, is:

Tonia Pfannenstiel
9540 NW 10th Street
Plantation, FL 33322

ARTICLE IV: Manager(s) or Managing Member(s)

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

<u>Title</u>	<u>Name and Address</u>
Manager (Mgr)	Timothy B. Ruggiero 9540 NW 10 th Street Plantation, FL 33322


ARTICLE V: Effective Date

The effective date of these Articles is May 5, 2009.

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TALLAHASSEE, FLORIDA

REQUIRED SIGNATURES**MEMBER:**

In accordance with Section 608.408(3), F.S., the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Timothy B. Ruggiero, Mgr**REGISTERED AGENT:**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



Tonia Pfannenstiel

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TALLAHASSEE, FLORIDA

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