

L09000056685

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

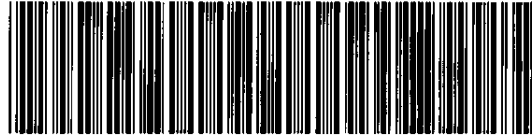
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

06086

Office Use Only



100156296691

05/26/09--01045--013 **180.00

FILED

09 JUN 11 AM 10:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. Outigan

JUN 11 2009

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Angel Properties of Pinellas, LLC

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Todd Berger, Esq.
ELLIOTT-BERGER, P.A.
10225 Ulmerton Road
Suite 4A
Largo, Florida 33771

For further information concerning this matter, please call:

Todd Berger at (727) 360-2600

Enclosed is a check for the following amount: \$180.00, representing \$125.00 for filing fees for the entity and for the conversion, \$30.00 for a certified copy of the record, and \$25.00 for the Registered Agent fee.

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporation
Post Office Box 63273
Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 27, 2009

TODD BERGER, ESQ.
ELLIOTT-BERGER, P.A.
10225 ULBERMTON ROAD, SUITE 4A
LARGO, FL 33771

SUBJECT: ANGEL PROPERTIES OF PINELLAS, LLC
Ref. Number: W09000024843

We have received your document for ANGEL PROPERTIES OF PINELLAS, LLC and your check(s) totaling \$180.00. However, the document has not been filed and is being retained in this office for the following:

The converting Florida entity must be active on our records.

I have enclosed a Partnership Registration Statement.

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) 245-6067.

Neysa Culligan
Regulatory Specialist II

Letter Number: 309A00017842

Certificate of Conversion
for
"Other Business Entity"
into
Florida Limited Liability Company

FILED
09 JUN 11 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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:

Angel Properties, a Florida General Partnership

2. The "Other Business Entity" is a general partnership, first organized, formed or incorporated under the laws of the State of Florida, on July 7th, 1976.

3. The jurisdiction of the "Other Business Entity" has not changed since the "Other Business Entity" was first organized, formed or incorporated.

4. The name of the Florida Limited Liability Company in the attached Articles of Organization is: Angel Properties of Pinellas, LLC.

5. The effective date shall be the same date as the date of filing of this Certificate of Conversion.

Signed this 19th day of May, 2009.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: _____

Printed Name: James Towers, Jr.

Title: Managing Member

Signature on behalf of Other Business Entity:

Signature of Partner or Authorized Representative: _____

Printed Name: James Towers, Jr.

Title: General Partner

ARTICLES OF ORGANIZATION
FOR
ANGEL PROPERTIES OF PINELLAS, LLC

FILED
09 JUN 11 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - Name

The name of this limited liability company shall be Angel Properties of Pinellas, LLC.

ARTICLE II - Duration

The limited liability company shall have a perpetual existence.

ARTICLE III - Purpose and Powers

Except as restricted by these Articles of Organization, this limited liability company is organized for owning real estate for investment purposes and each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act. Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - Principal Office

The mailing address and the street address of this limited liability company shall be: 17722 US Highway 19 North, Clearwater, FL 33764.

ARTICLE V - Initial Registered Agent and Office

The initial registered agent for this limited liability company and the street address of the initial registered agent is: Todd Berger, 10225 Ulmerton Road, Suite 4A, Largo, Florida 33771.

ARTICLE VI - Additional Members

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII - Initial Manager

This limited liability company shall be managed by one or more managers. The number of

managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager is as follows: James Towers, Jr., 17722 US Highway 19 North, Clearwater, FL 33764. The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

ARTICLE VIII - Regulations

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

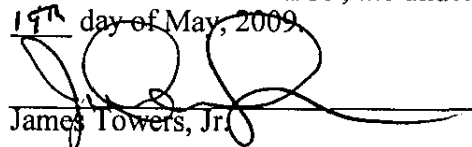
ARTICLE IX - Members' Right to Continue Business

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to the approval by the unanimous vote of the remaining members; provided that there be at least one member.

ARTICLE X - Amendment

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19th day of May, 2009.

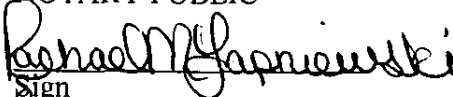

James Towers, Jr.

Authorized Representative of
the Members

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 19th day of May, 2009, by James Towers, Jr., who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC

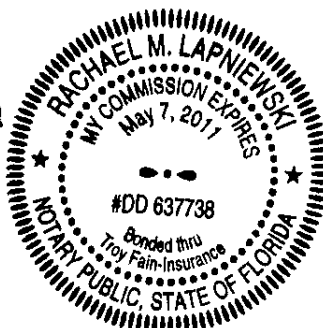

Sign

RACHAEL M LAPNIEWSKI

Print

State of Florida at Large

My commission expires:



CERTIFICATE OF REGISTERED AGENT

The following is submitted in compliance with Chapter 48.091, Florida Statutes.
That Angel Properties of Pinellas, LLC, designed to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of St. Petersburg, County of Pinellas, State of Florida, has named Todd Berger, whose address is 10225 Ulmerton Road, Suite 4A, Largo, Florida, 33771, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated organization, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping said office open.



Todd Berger
Registered Agent

FILED
09 JUN 11 AM 10:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA