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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

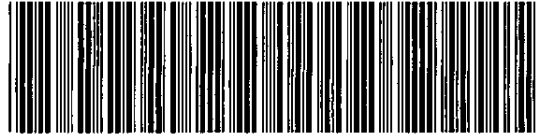
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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T. CLINE  
JUN 19 2009  
EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** LOTHLORIAN GROUP, 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:

Christopher M. Riser  
(Contact Person)

Riser Adkisson LLP  
(Firm/Company)

191 E Broad St, Ste 307  
(Address)

Athens GA 30601  
(City, State and Zip Code)

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For further information concerning this matter, please call:

Christopher M. riser at ( 706 ) 552-4800  
(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

**STATE OF FLORIDA**

**CERTIFICATE OF CONVERSION**

**TO CONVERT**

**LOTHLORIAN GROUP, INC.**

**A GEORGIA CORPORATION**

**TO**

**LOTHLORIAN GROUP, LLC,**

**A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned submits this Certificate of Conversion and attached Articles of Organization to convert LOTHLORIAN GROUP, INC., a Georgia corporation to LOTHLORIAN GROUP, LLC, a Florida limited liability company.

**ARTICLE I**

**NAME OF OTHER BUSINESS ENTITY**

The name of the converting business entity immediately prior to the filing of this Certificate of Conversion is LOTHLORIAN GROUP, INC.

**ARTICLE II**

**TYPE, JURISDICTION AND DATE OF INCORPORATION OF OTHER BUSINESS ENTITY**

Lothlorian Group, Inc. is a business corporation first organized under the laws of the State of Georgia on December 18, 2001.

**ARTICLE III**

**NAME OF FLORIDA LIMITED LIABILITY COMPANY**

The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is LOTHLORIAN GROUP, LLC.

**ARTICLE IV**

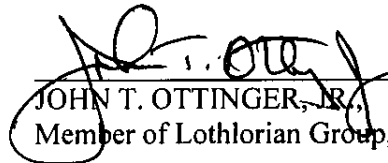
**EFFECTIVE DATE**

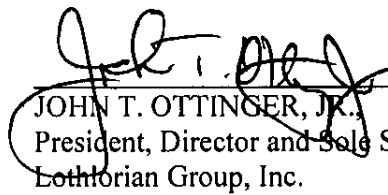
The conversion shall be effective on June 30, 2009.

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion  
this the 27<sup>th</sup> day of May, 2009.

  
\_\_\_\_\_  
JOHN T. OTTINGER, JR.,  
Member of Lothlorian Group, LLC

  
\_\_\_\_\_  
JOHN T. OTTINGER, JR.,  
President, Director and Sole Shareholder of  
Lothlorian Group, Inc.

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**ARTICLES OF ORGANIZATION  
OF  
LOTHLORIAN GROUP, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, acting as organizer and member of a limited liability company under the Florida Limited Liability Company Act (the "Act"), in conjunction with the Certificate of Conversion by Lothlorian Group, Inc., a Georgia corporation to become LOTHLORIAN GROUP, LLC, a Florida limited liability company, filed herewith, adopt the following articles of organization for such limited liability company:

**ARTICLE I  
NAME**

The name of the limited liability company is LOTHLORIAN GROUP, LLC

**ARTICLE II  
PURPOSE**

The purpose of the limited liability company is to conduct any lawful business and investment activity permitted under the laws of the State of Florida and in any other jurisdiction in which the limited liability company may have a business or investment interest.

**ARTICLE III  
PRINCIPAL OFFICE ADDRESS**

The mailing address of the limited liability company's principal place of business is 300 International Parkway, Suite 190, Heathrow, Florida 32746.

**ARTICLE IV  
DURATION**

The term of duration of the limited liability company shall be unlimited

**ARTICLE V  
WRITTEN OPERATING AGREEMENT**

All agreements among the members constituting the operating agreement of the limited liability company shall be in writing.

**ARTICLE VI  
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent are Agents and Corporations, Inc., 300 Fifth Avenue South, Suite 101-330, Naples, Florida 34102.

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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 of the Florida Statutes.



Registered Agent's Signature  
As John L. Williams, Vice President

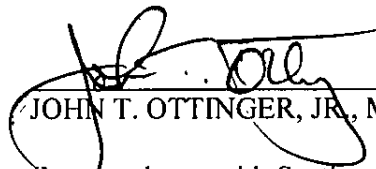
**ARTICLE VII  
COMPANY MANAGEMENT**

The limited liability company will be managed by a manager, who need not be a member of the LLC, and who shall have the titles of Manager and Chief Executive Officer. The name and address of the Manager is John T. Ottinger, Jr., 300 International Parkway, Suite 100, Heathrow, Florida 32746.

**ARTICLE VIII  
EFFECTIVE DATE**

These Articles shall be effective on June 30, 2009.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this the 27<sup>th</sup> day of May, 2009.



JOHN T. OTTINGER, JR., Member

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

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