

LOG 000062233

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

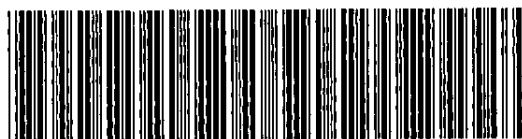
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/26/09--01001--022 **150.00

RECEIVED

09 JUN 25 PM 3:54

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 6/30/09

B. KOHR

JUN 26 2009

EXAMINER

FILED

09 JUN 25 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

EFFECTIVE DATE 6/30/09

FILED
09 JUN 25 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT: KATIE WONSCH

DATE: 06/25/09

REF. #: 001528.106327

CORP. NAME: CAMARDA FINANCIAL ADVISORS, INC.

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input checked="" type="checkbox"/> CERTIFICATE OF CONVERSION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 530761 FOR \$ 150.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

EFFECTIVE DATE 6/30/09



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
09 JUN 26 AM 4:25
DIVISION OF STATE
TALLAHASSEE, FLORIDA

June 26, 2009

KATIE WONSCH
CORPDIRECT AGENTS
TALLAHASSEE, FL

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

6/25

SUBJECT: CAMARDA FINANCIAL ADVISORS, LLC
Ref. Number: W09000029817

We have received your document for CAMARDA FINANCIAL ADVISORS, 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):

Please note that we have RETAINED your \$150.00 payment.

Item 2 on your certificate of conversion states that CAMARDA FINANCIAL ADVISORS, INC. was incorporated on May 3, 2002. Our records indicate that the entity was incorporated on March 9, 1992.

Are we in error?

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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 009A00021938

RECEIVED
09 JUN 26 PM 2:45
DIVISION OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 6/30/09

FILED
09 JUN 25 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
for
CAMARDA FINANCIAL ADVISORS, INC, A FLORIDA PROFIT CORPORATION
into
CAMARDA FINANCIAL ADVISORS, LLC, A FLORIDA LIMITED LIABILITY COMPANY

✓ 20575

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 § 608.439, Florida Statutes.

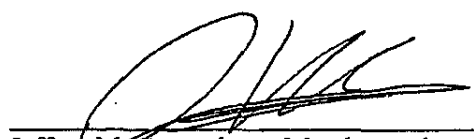
1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is CAMARDA FINANCIAL ADVISORS, INC.

2. The "Other Business Entity" is a Florida For Profit Corporation first organized and incorporated under the laws of the State of Florida on March 9, 1992.

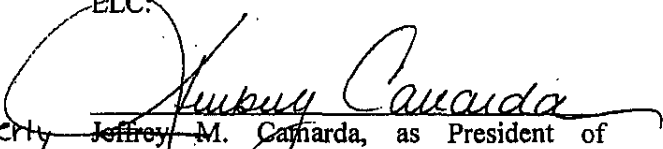
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is CAMARDA FINANCIAL ADVISORS, LLC.

4. This Conversion shall be effective on June 30, 2009.

Signed this 25th day of June, 2009.



Jeffrey M. Camarda, as Member and
Chairman of Camarda Financial Advisors,
LLC.



Kimberly Jeffrey M. Camarda, as President of
Camarda Financial Advisors, Inc.

EFFECTIVE DATE 6/30/09

ARTICLES OF ORGANIZATION
OF
CAMARDA FINANCIAL ADVISORS, LLC

FILED
09 JUN 25 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby execute these Articles of Organization for the purpose of organizing a limited liability company under the laws of the State of Florida, effective June 30, 2009.

ARTICLE I

The name of the limited liability company is Camarda Financial Advisors, LLC.

ARTICLE II

The mailing address of the limited liability company shall be 4371 US Highway 17, Suite 201, Orange Park, FL 32003, and its street address is the same.

ARTICLE III

The business purpose of the limited liability company is to engage in any lawful act or activity which may be carried on by limited liability companies in the State of Florida and, in connection therewith, the limited liability company shall have and may use, exercise and enjoy, all the powers of limited liability companies conferred by the limited liability company laws of the State of Florida.

ARTICLE IV

The address of the initial registered office of this limited liability company in Florida shall be 4371 US Highway 17, Suite 201, Orange Park, FL 32003, and its initial registered agent at that address shall be Jeffrey M. Camarda. The Board of Managers may, from time to time, change the registered office and registered agent of the limited liability company upon notification to the proper authorities.

ARTICLE V

The limited liability company shall have perpetual existence.

ARTICLE VI

The limited liability company shall be managed by a Board of Managers, who shall be elected or designated by the members in accordance with the operating agreement governing the limited liability company. The number of the Managers of this limited liability company shall be not less than one (1) nor more than five (5), as fixed from time to time by the provisions of the operating agreement.

ARTICLE VII

The names and addresses of the members of the first Board of Managers, who, subject to the provisions of the operating agreement and these Articles of Organization, shall hold office until their successors are elected and have qualified pursuant to the operating agreement are as follows:

<u>Title</u>	<u>Name</u>	<u>Street Address</u>
MGRM	Jeffrey M. Camarda	4371 US Highway 17, Suite 201 Orange Park, FL 32003
MGRM	Kimberly K. Camarda	4371 US Highway 17, Suite 201 Orange Park, FL 32003

ARTICLE VIII

The names and addresses of the subscribers to these Articles of Organization, who are

both authorized representatives of the limited liability company and its members, are as follows:

<u>Name</u>	<u>Street Address</u>
Jeffrey M. Camarda	4371 US Highway 17, Suite 201 Orange Park, FL 32003
Kimberly K. Camarda	4371 US Highway 17, Suite 201 Orange Park, FL 32003

ARTICLE IX

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the limited liability company:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the operating agreement, the Managers shall have the general management and control of the business and may exercise all of the powers of the limited liability company, except such as may be by statute, or by the operating agreement as constituted from time to time, expressly conferred upon or reserved by the members.

(2) Subject always to such operating agreement as may be adopted from time to time by the members, the Board of Managers is expressly authorized to adopt, alter and amend the operating agreement of the limited liability company, but any provision thereof adopted, altered or amended by the Managers may be altered, amended or repealed by the members. The limited liability company shall have such officers as from time to time may be provided in the operating agreement and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the operating agreement or as may be determined from time to time by the Board of Managers, subject to the operating agreement.

(4) No Manager or officer of this limited liability company shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this limited liability company either as vendor, purchaser or otherwise, nor, in the absence of fraud, shall any contract, transaction or act of this limited liability company be void or voidable or affected by reason of the fact that any such Manager or officer, or any firm of which any such Manager or officer is a member or employee, or any limited liability company or corporation of which any such Manager or officer is an officer, director, manager, member, stockholder or employee, has any interest in such contract, transaction or act, whether or not adverse to the interest of this limited liability company, even though the vote of the Manager(s) or officer(s) having such interest shall have been necessary to obligate this limited liability company upon such contract, transaction or act; and no Manager or officer having such interest shall be liable to this limited liability company or to any member or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such Manager or officer be accountable for any gains or profits realized thereon.

ARTICLE X

This limited liability company reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing members or authorized representatives of the limited liability company, have hereunto set our hands and seals for the purpose of organizing this limited liability company under the laws of the State of Florida, and we

hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Organization and under penalties of perjury certify that the facts herein stated are true, all on this 25 day of June, 2009.



Jeffrey M. Camarda (SEAL)

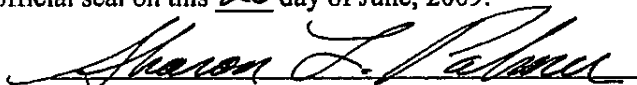


Kimberly K. Camarda (SEAL)

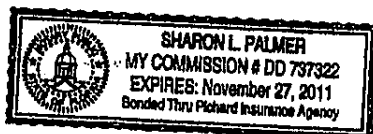
STATE OF FLORIDA
COUNTY OF Clay

Before me personally appeared this day Jeffrey M. Camarda and Kimberly K. Camarda, the parties to the foregoing Articles of Organization, who are personally known to me and to me known to be the individuals described in and who executed the foregoing Articles of Organization, and who acknowledged before me that they made, subscribed and acknowledged the foregoing Articles of Organization as their voluntary act and deed as members or authorized representatives of said limited liability company, and that the facts set forth therein are true and correct.

WITNESS my hand and official seal on this 25 day of June, 2009.



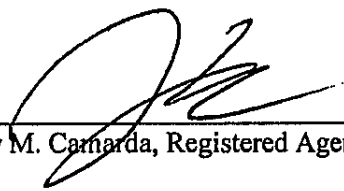
Signature of Notary Public
Notary Public, State and County aforesaid
My commission expires: _____



(Notarial Seal)

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for is Camarda Financial Advisors, LLC, a Florida limited liability company, at the place designated in the Articles of Organization of said limited liability company, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge that I am familiar with, and accept, the obligations imposed upon registered agents of limited liability companies.



Jeffrey M. Camarda, Registered Agent