

L09000094303

(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:

Office Use Only



800160910118

09/29/09--01032--013 \*\*180.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 SEP 29 AM 11:07

T. HAMPTON

SEP 30 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** 401k ASP, 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:

R. REID HANEY, ESQ.

(Contact Person)

HILL WARD HENDERSON

(Firm/Company)

101 E KENNEDY BOULEVARD, SUITE 3700

(Address)

TAMPA, FL 33602

(City, State and Zip Code)

For further information concerning this matter, please call:

REID HANEY

(Name of Contact Person)

at ( 813 ) 221-3900

(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

**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:

401k ASP, Inc.

**(Enter Name of Other Business Entity)**

2. The "Other Business Entity" is a corporation

**(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)**

first organized, formed or incorporated under the laws of Florida

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

on June 7, 2002

**(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:

n/a

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:


401k ASP, LLC

**(Enter Name of Florida Limited Liability Company)**

5. If not effective on the date of filing, enter the effective date: 12:01 a.m. September 29, 2009  
**(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.)**

Signed this 28<sup>th</sup> day of September 2009.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Signature of Member or Authorized Representative:   
Printed Name: Peter Kirtland Title: Authorized Representative

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

Signature:   
Printed Name: Peter Kirtland Title: President

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**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

## 401K ASP, LLC

### ARTICLE I NAME

The name of the Company shall be: 401k ASP, LLC.

### ARTICLE II ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 5310 Cypress Center Drive, Suite 101, Tampa, Florida 33609.

### ARTICLE III REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 101 E. Kennedy Boulevard, Suite 3700, Tampa, Florida 33602, and the name of its initial registered agent is R. Reid Haney. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

### ARTICLE IV EFFECTIVE DATE

The effective date and time of these Articles of Organization, and the date and time of commencement of the Company's existence, is 12:01 a.m. on September 29, 2009. This effective date and time is the same effective date and time as the Certificate of Conversion converting 401k ASP, Inc., a Florida corporation, into the Company.

### ARTICLE IV ACKNOWLEDGMENT

The member of the Company, through its undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of 401k ASP, LLC. These Articles of Organization may be amended from time to time by consent of the

**Prepared and Filed by:**

R. Reid Haney, Esq.  
Hill, Ward & Henderson, P.A.  
101 E. Kennedy Boulevard, Suite 3700  
Tampa, Florida 33602  
Tel No.: (813) 221-3900  
Fax No.: (813) 221-2900  
Florida Bar No. 709220  
1221449.1

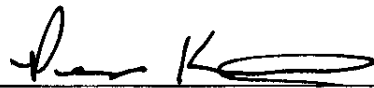
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 SEP 29 AM 11:07

ARTICLES OF ORGANIZATION  
OF 401K ASP, LLC

PAGE 2

members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28<sup>th</sup> day of September 2009.



Peter Kirtland, Authorized Agent

---

ACCEPTANCE BY REGISTERED AGENT

---

Having been appointed the registered agent of 401k ASP, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 28<sup>th</sup> day of September 2009.

  
R. Reid Haney

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 SEP 29 AM 11:07