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SECRETARY OF STATE
DIVISION OF CORPORATIONS

T. HAMPTON

OCT 22 2009

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Lake Van Nursery, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Daniel Medina, LL.M.

Name of Person

Daniel Medina, P.A.

Firm/Company

902 S. Florida Avenue, Suite 101

Address

Lakeland, Florida 33803

City/State and Zip Code

dan@medinapa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Daniel Medina, LL.M.

Name of Person

at (**863**)

682.9730

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

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

Certificate of Conversion
of
Lake Van Nursery Inc., a Florida Corporation
Into
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Lake Van Nursery, Inc. a Florida Corporation into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the Florida Corporation immediately prior to the filing of this Certificate of Conversion is Lake Van Nursery, Inc.
2. Lake Van Nursery, Inc. a Florida Corporation is a Corporation first organized, formed or incorporated under the laws of Florida on November 15, 2002
04, 2003
3. Lake Van Nursery, Inc. it is now organized, formed or incorporated under Florida law.
4. The plan of conversion was approved by the Board of Directors and Shareholders of Lake Van Nursery, Inc.
5. The name of the Florida Limited Liability Company as set forth in the attached Articled of Organization is Lake Van Nursery, LLC.
6. The Articles of Organization will be effective on the date of filing.

Signed this 20 day of August 2009.

Signature of Authorized Person of
Lake Van Nursery, LLC

By: 

Vince To, Manager

Lake Van Nursery, Inc.

By: 

Vince To, President and Director

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*This document prepared by
Daniel Medina, LL.M.
DANIEL MEDINA, P.A.
902 South Florida Avenue, Suite 101
Lakeland, FL 33803*

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**ARTICLES OF ORGANIZATION
OF
LAKE VAN NURSERY, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be LAKE VAN NURSERY, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 1052 Highway 92 West, Auburndale, Florida 33823.

ARTICLE III - REGISTERED AGENT, OFFICE AND AGENT'S SIGNATURE

The name and street address of the registered agent of the company in the state of Florida is Daniel Medina, P.A. 902 South Florida Avenue, Suite 101, Lakeland, Florida 33803.

ARTICLE IV – DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE V – ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company

Articles of Organization of LAKE VAN NURSERY, LLC

and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the operating agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI – TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE VII - MANAGEMENT

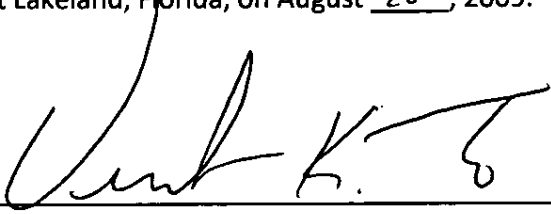
The Company shall be managed by a manager or managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is

NAME	ADDRESS
Vincent To	1052 Highway 92 West, Auburndale, Florida 33823

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Articles of Organization of LAKE VAN NURSERY, LLC

IN WITNESS WHEREOF, the undersigned member or authorized representative has made and subscribed these articles of organization at Lakeland, Florida, on August 20th, 2009.

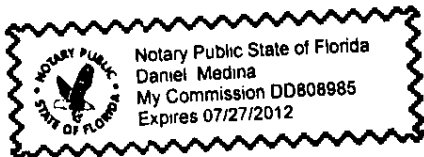



Vincent To, Manager

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

STATE OF FLORIDA
COUNTY OF POLK

Sworn to and subscribed before me this August 20th, 2009 by Vincent To, who is ✓ personally known to me.





Notary Public -- State of Florida

Name.
Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTER OFFICE**

Under the provisions of F.S. 608.414 the LAKE VAN NURSERY, LLC submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the limited liability company in LAKE VAN NURSERY, LLC.
2. The name and address of the registered agent in Florida are:

Daniel Medina, P.A.
902 South Florida Avenue, Suite 101
Lakeland, FL 33803

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of LAKE VAN NURSERY, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Daniel Medina, P.A., a Florida professional association

By: _____

Daniel Medina, LL/M., its President

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