

L0900U 112354

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

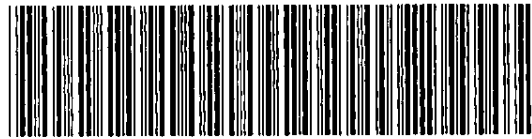
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11/18/09--01001--024 **185.00

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2009 NOV 17 PM 4: 43 09 NOV 17 PM 2: 30
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DIVISION OF CORPORATIONS
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SUFFICIENCY OF FILING

B. KOHR
NOV 23 2009
EXAMINER

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

FILING COVER SHEET
ACCT. #FCA-14

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV 17 PM 2:30

CONTACT: ASHLEY SMITH

DATE: 11-17-2009

REF. #: 000150.114600

CORP. NAME: ME, ED AND FRED

- | | | |
|--|---|--|
| <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 type="checkbox"/> CERTIFICATE OF CANCELLATION | | |

☒ OTHER: CERTIFICATE OF CONVERSION

STATE FEES PREPAID WITH CHECK# 532628 FOR \$ 185.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

☒ CERTIFIED COPY

☒ CERTIFICATE OF GOOD STANDING

☐ PLAIN STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

* File Second *
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 17 PM 2:30

November 18, 2009

ASHLEY SMITH
CORPDIRECT AGENTS
TALLAHASSEE, FL

SUBJECT: ME, ED AND FRED, LLC
Ref. Number: W09000050739

* Please use original
submission date as
the file date *

We have received your document for ME, ED AND FRED, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$185.00 payment.

Before we can file this conversion, ME, ED AND FRED must file a General Partnership Registration. The fee for this filing is \$50.00. A form is attached.

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: 809A00035861

RECEIVED
09 NOV 23 AM 11:15
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

* Please use original
submission date
as the file date *

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

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SECRETARY OF STATE
DIVISION OF CORPORATION
09 NOV 17 PM 2:30

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: ASHLEY SMITH

DATE: 11-17-2009

REF. #: 000150.114600

CORP. NAME: ME, ED AND FRED

- | | | |
|--|---|--|
| <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 type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input checked="" type="checkbox"/> OTHER: CERTIFICATE OF CONVERSION | | |

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Examiner's Initials

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF CONVERSION
FOR
ME, ED AND FRED
INTO
ME, ED AND FRED, LLC**

The undersigned duly authorized signor, on behalf of **ME, ED AND FRED**, a Florida general partnership (the "Converting Partnership"), and for the purpose of converting the Converting Partnership from a Florida general partnership into a Florida limited liability company pursuant to §608.439 of the Florida Statutes, certifies that:

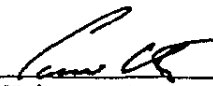
1. The name of the Converting Partnership immediately prior to the filing of this Certificate of Conversion is "ME, ED and FRED, a Florida general partnership."
2. The Converting Partnership is a general partnership first formed under the laws of Florida on or about April 15, 1994.
3. The name of the limited liability company as set forth in the accompanying Articles of Organization is "ME, ED AND FRED, LLC."
4. The above referenced Florida general partnership has converted into a Florida limited liability company in accordance with Chapter 607, Florida Statutes, and the conversion complies with Chapter 608, Florida Statutes, governing limited liability companies.
5. The effective date of filing for this Certificate of Conversion and the accompanying Articles of Organization shall be as of the date of filing.

[Signature on the following page]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion, as of this 12 day of November, 2009.


CONVERTING PARTNERSHIP:

ME, ED AND FRED, a Florida General partnership.

By: 
Name: Edward W. Easton
Title: Manager

LIMITED LIABILITY COMPANY:

ME, ED AND FRED, LLC

By: 
Name: Edward W. Easton
Title: Manager

ARTICLES OF ORGANIZATION

OF

ME, ED AND FRED, LLC

ARTICLE I - Name

The name of the Limited Liability Company is ME, ED AND FRED, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 10165 N.W. 19th Street, Miami, FL 33172.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 10165 N.W. 19th Street, Miami, FL 33172, and the name of its initial registered agent at such office is Edward W. Easton.

ARTICLE IV - Management

The Manager of the Company will be Edward W. Easton.

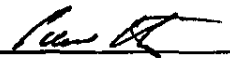
In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. Dated this 12 day of Nov., 2009.



Edward W. Easton, Manager

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this 12 day of Nov., 2009.



Edward W. Easton
Registered Agent

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