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T. HAMPTON  
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EXAMINER

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LAW OFFICES  
**BLACKBURN & COMPANY, L.C.**

5150 BELFORT ROAD, SOUTH  
BUILDING 500  
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN  
dlb@blackburnco.org

ROBERT L. JONES III  
rjones@blackburnco.org

TELEPHONE: 904-296-7713  
FACSIMILE: 904-296-7716  
FACSIMILE: 904-493-0384

November 17, 2009

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Certificate and Plan of Conversion for J & S Company  
Into J & S Company, LLC

Dear Sir/Madam:

Enclosed for filing is the original and one copy of the Certificate and Plan of Conversion for J & S Company into J & S Company, LLC along with the original and one copy of the Articles of Organization of J & S Company, LLC attached. Also enclosed is our check in the amount of \$150 for filing fees.

Please return a file stamped copy of the Certificate and Plan of Conversion and Articles of Organization to us at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,



Robert L. Jones III

RLJ:rd

Enclosures

LAW OFFICES  
**BLACKBURN & COMPANY, L.C.**

5150 BELFORT ROAD, SOUTH  
BUILDING 500  
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN  
dlb@blackburnco.org

ROBERT L. JONES III  
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TELEPHONE: 904-296-7713  
FACSIMILE: 904-296-7716  
FACSIMILE: 904-493-0384

November 25, 2009

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

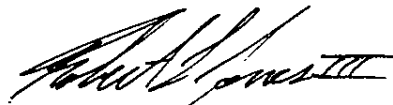
Re: Certificate and Plan of Conversion for J & S Company  
Into J & S Company, LLC

Dear Sir/Madam:

As requested in your letter of November 20, 2009, we are enclosing two copies of the revised front page of the Certificate and Plan of Conversion for J & S Company into J & S Company, LLC. Please replace the first page of the previously submitted documents with the enclosed documents.

Please return a file stamped copy of the Certificate and Plan of Conversion and Articles of Organization to us at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,



Robert L. Jones III

RLJ:rd

Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 20, 2009

ROBERT L JONES III  
BLACKBURN & COMPANY, L.C.  
5150 BELFORT RD SOUTH - BLDG 500  
JACKSONVILLE, FL 32256

SUBJECT: J & S COMPANY, LLC  
Ref. Number: W09000051299

We have received your document for J & S COMPANY, 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):

We are enclosing a copy of the front page of the conversion application that you need to add the information to your form, The highlighted information is missing from your document.

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 109A00036153

**CERTIFICATE AND PLAN OF CONVERSION FOR  
J & S COMPANY  
INTO J & S WEATHER, LLC**

This Certificate and Plan of Conversion and attached Articles of Organization are submitted in compliance with §§608.439 and 620.8914, Florida Statutes.

**ARTICLE I – ENTITY PRIOR CONVERSION**

The name of the organization prior to conversion is J & S COMPANY, a general partnership (“Converting Organization”), which was formed under the laws of and is subject to the jurisdiction of Florida as of December 4, 2009

**ARTICLE II – ENTITY OF OTHER ORGANIZATION**

The name of the Florida limited liability company is J & S WEATHER, LLC (“Converted Organization”), as set forth in the attached Articles of Organization.

**ARTICLE III – COMPLIANCE AND APPROVAL**

The conversion of Converting Organization into the Converted Organization is in compliance with Chapters 620 and 608, Florida Statutes. The Plan of Conversion was approved by the Converting Organization in accordance with Chapter 620 and was approved by the Converted Organization in accordance with Chapter 608.

**ARTICLE IV – EFFECTIVE DATE**

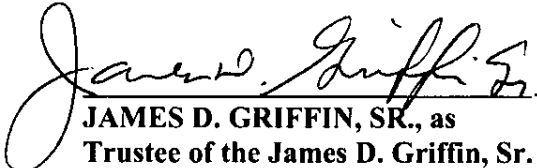
The conversion shall be effective as of the date of filing of this Certificate of Conversion (“Effective Time”).

**ARTICLE X – CONVERSION OF INTERESTS**


At the Effective Time, each partner's interest in the Converting Organization shall be converted into a membership interest in the Converted Organization in proportion to their partnership interests in the Converting Organization.

Executed this 16<sup>th</sup> day of November, 2009.

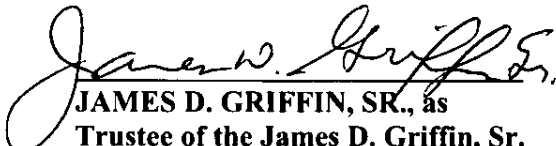
Partner of J & S Company:

  
**JAMES D. GRIFFIN, SR., as  
Trustee of the James D. Griffin, Sr.  
Revocable Trust U/A/D 7/17/91**

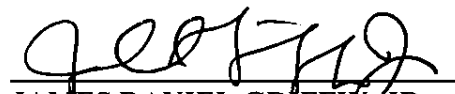
Partner of J & S Company:

  
**JAMES DANIEL GRIFFIN, JR.  
Trustee of the James Daniel Griffin, Jr.  
Revocable Living Trust U/A/D 7/17/91**

Member of Converted Organization:

  
**JAMES D. GRIFFIN, SR., as  
Trustee of the James D. Griffin, Sr.  
Revocable Trust U/A/D 7/17/91**

Member of Converted Organization:

  
**JAMES DANIEL GRIFFIN, JR.  
Trustee of the James Daniel Griffin, Jr.  
Revocable Living Trust U/A/D 7/17/91**

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**ARTICLES OF ORGANIZATION  
OF  
J & S WEATHER, LLC**

The undersigned organizer, who is the authorized representative of the members of J & S COMPANY, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I - NAME**

The name of the Company is **J & S WEATHER, LLC**

**ARTICLE II - DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE III - ADDRESSES**

**Principal Office Address:**

1000 Edison Ave.  
Jacksonville, FL 32204

**Mailing Address:**

P.O. Box 37068  
Jacksonville, FL 32236-7068

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent is Blackburn & Company, L.C., 5150 Belfort Rd. Bldg. 500, Jacksonville, FL 32256.

**ARTICLE V - INITIAL MANAGER**

The initial manager of the Company shall be James Daniel Griffin, Jr. whose address is 1000 Edison Avenue, Jacksonville, FL 32204.

**ARTICLE VI - ADDITIONAL MEMBERS**

The members shall be entitled to admit additional members upon the consent of the Company's Members. Following the consent of the Members, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Operating Agreement of the Company.

**ARTICLE VII - MANAGEMENT**

The management of the Company shall be vested in the Managers. The name and address of the initial Manager is set forth in Article V. above.

**ARTICLE VIII - RETURN OF CAPITAL**

No member shall have the right to the return of his, her or its contribution to capital except as provided in the Company's Regulations or Operating Agreement.

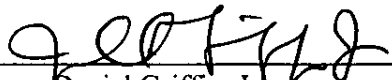
**ARTICLE IVIII - AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles of Organization may be amended by majority vote of the Members of the Company as provided in Chapter 608, Florida Statutes.

**ARTICLE IX - REGULATIONS / OPERATING AGREEMENT**

The Regulations or Operating Agreement of this Company shall be approved, adopted and amended by the unanimous vote of the members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the 16<sup>th</sup> day of November, 2009.

  
James Daniel Griffin, Jr.  
Authorized Representative of the Members

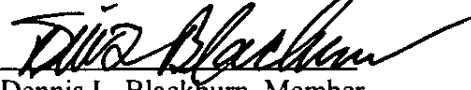
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**ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for J & S WEATHER, LLC at the place designated in the Articles of Organization, BLACKBURN & COMPANY, L.C. hereby accepts the appointment as registered agent and agrees to act in this capacity. BLACKBURN & COMPANY, L.C. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and BLACKBURN & COMPANY, L.C. is familiar with and accepts the obligations of his position as registered agent.

BLACKBURN & COMPANY, L.C.



Dennis L. Blackburn, Member

Date: November 16<sup>th</sup>, 2009

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