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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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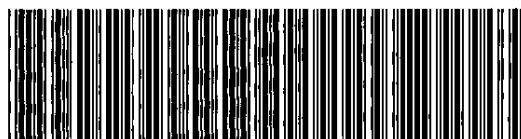
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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08/27/10--01017--028 \*\*180.00

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10 AUG 27 PM 4:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BRUCE

AUG 30 2010

EXAMINER

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** PINE RIDGE LAKE HOLDINGS, 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:

Scott B. Barloga  
(Contact Person)

Pope & Barloga, P.A.  
(Firm/Company)

P.O. Box 1609  
(Address)

Panama City, Florida 32402  
(City, State and Zip Code)

tharrington@coxpoools.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Scott B. Barloga at ( 850 ) 784-9174  
(Name of Contact Person) (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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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:  
PINE RIDGE LAKE PROPERTIES, INC.

905000028189

(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 February 23, 2005

(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:

Florida

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

PINE RIDGE LAKE HOLDINGS, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(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.)

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SECRETARY OF STATE

Signed this 18<sup>th</sup> day of August 20<sup>10</sup>

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

Signature of Member or Authorized Representative: \_\_\_\_\_

Printed Name: Richard L. Cox, Jr.

Title: Manager

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

Signature: \_\_\_\_\_

Printed Name: Richard L. Cox, Jr.

Title: Chairman

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)

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
PINE RIDGE LAKE HOLDINGS, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned being authorized to execute and file these Articles, adopts the following Limited Liability Company Articles of Organization:

**ARTICLE I - NAME**

The name of this Limited Liability Company is the PINE RIDGE LAKE HOLDINGS, LLC.

**ARTICLE II - DURATION**

The Company shall exist perpetually.

**ARTICLE III - PURPOSE**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III - MAILING ADDRESS AND STREET ADDRESS**

The mailing address and the street address of the principal office of the Company is 76 Ashley Dr., Panama City Beach, FL 32413:

**ARTICLE VII - MANAGEMENT**

The Company shall be manager managed. The name and address of the initial Manager of the Company is:

Richard L. Cox, Jr.  
17687 Ashley Dr.  
Panama City Beach, FL 32413.

The initial manager shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and their successors are elected and qualified. If at anytime more than one manager is appointed, each manager may act independently of the other appointed manager(s) on any matters affecting this limited liability company.

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE V - MEMBERSHIP**

The Members may permit the admission of Additional Members, upon the unanimous consent of all Members of the Company.

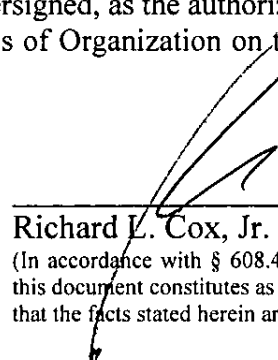
**ARTICLE VI - CONTINUATION OF BUSINESS**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

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

The name and street address of the initial registered agent of the Company is Richard L. Cox, Jr., 17687 Ashley Drive, Panama City Beach, FL 32413.

IN WITNESS WHEREOF, the undersigned, as the authorized representative of a member of the company, has executed these Articles of Organization on this 18<sup>th</sup> day of August, 2010.

  
Richard L. Cox, Jr.

(In accordance with § 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 BAY

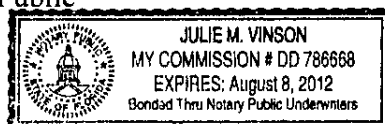
The foregoing instrument was acknowledged before me this \_\_\_\_ day of August, 2010, by Richard L. Cox, Jr., as the authorized representative of a member of PINE RIDGE LAKE HOLDINGS, LLC, a Florida limited liability company, who: (notary **must** check applicable box)

Y is personally known to me.

\_\_\_\_ produced a current Florida driver's license as identification.

\_\_\_\_ produced \_\_\_\_\_ as identification.

  
Notary Public



**STATEMENT OF ACCEPTANCE AND  
DESIGNATION OF REGISTERED AGENT  
OF  
PINE RIDGE LAKE HOLDINGS, LLC**

STATE OF FLORIDA  
COUNTY OF BAY

Pursuant to the provisions of Sections 608.415 and 608.407(1) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is PINE RIDGE LAKE HOLDINGS, LLC.

The name of the registered agent for PINE RIDGE LAKE HOLDINGS, LLC, is Richard L. Cox, Jr., and the mailing address of the registered agent is 17687 Ashley Drive, Panama City Beach, FL 32413.

This statement is to acknowledge that, as indicated above, PINE RIDGE LAKE HOLDINGS, LLC, has appointed me, Richard L. Cox, Jr., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

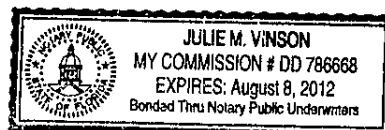
DATED this 18<sup>th</sup> day of August, 2010.

\_\_\_\_\_  
Richard L. Cox, Jr.  
Registered Agent

The foregoing instrument was acknowledged before me this \_\_\_\_ day of August, 2010, by Richard L. Cox, Jr., as registered agent on behalf of PINE RIDGE LAKE HOLDINGS, LLC, a limited liability company who: (notary **must** check applicable box)

☒ is personally known to me.  
☐ produced a current Florida driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

Julie M. Vinson  
Notary Public, State of Florida



**FILED**  
10 AUG 27 PM 4:57  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ACTION TAKEN IN LIEU OF THE  
ORGANIZATIONAL MEETING OF THE MEMBERS OF  
PINE RIDGE LAKE HOLDINGS, LLC**

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The undersigned, being the sole members of **PINE RIDGE LAKE HOLDINGS, LLC** (the "Company"), hereby consent to and ratify the actions taken in lieu of the organizational meeting of the Company as stated in the following resolutions:

RESOLVED, that the Articles of Organization, filed with the Secretary of State of Florida on the 16<sup>th</sup> day of August, 2010, shall be approved and adopted, and a copy thereof shall be appended to the minutes of this action.

RESOLVED, that the following person is the Manager of the Company as of the date of this meeting:

Richard L. Cox, Jr.  
17687 Ashley Dr.  
Panama City Beach, FL 32413.

RESOLVED, that the Manager is hereby authorized to issue certificates for units of interest of the Company but are not required to.

RESOLVED, that the Manager is hereby authorized to open a bank account on behalf of the Company with a local banking institution and a resolution for that purpose may be adopted and appended hereto.

RESOLVED, that the Manager is authorized to designate the principal office of the Company in the State of Florida as the office for service of process upon the Company, and to designate such agent or agents for service of process as the Manager may deem advisable from time to time, and to file with the Secretary of State of Florida, immediately and thereafter as required, the appropriate certificates designating the office of such agent or agents for service of process on this Company.

RESOLVED, that the Company proceed to carry on the business for which it was intended.

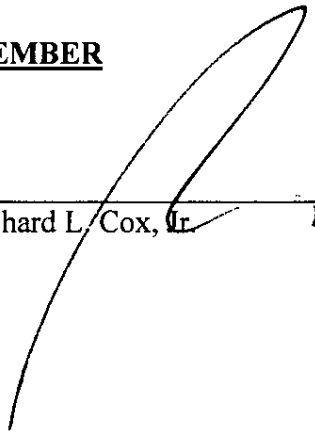
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TALLAHASSEE, FLORIDA

RESOLVED, that the signing of these minutes shall constitute full ratification of the contents thereof, consent thereto, and a waiver of notice of any meeting by the signatory.

CONSENT DATED this 18<sup>th</sup> day of August, 2010.

**MEMBER**

Richard L. Cox, Jr.

A large, stylized handwritten signature in black ink, written over a horizontal line. The signature is a cursive 'R' followed by 'L. Cox, Jr.'.