

L110000000186

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

P07-127816

(Document Number)

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

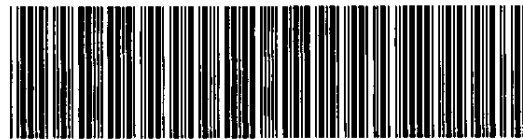
Special Instructions to Filing Officer:

**A. LUNT**

JAN - 3 2010

**EXAMINER**

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2010 DEC 30 PM 12:03

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** W & M Family Properties, 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:

Robert J. Hutchins  
(Contact Person)

Robert J. Hutchins, Counselor at Law  
(Firm/Company)

P.O. Box 915888  
(Address)

Longwood, FL 32791-5888  
(City, State and Zip Code)

wauwho@bellsouth.net  
E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Robert J. Hutchins at ( 407 ) 478-0688  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees<br>(\$25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>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:

W & M Family Properties, 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 November 29, 2007

(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**:

W & M Family Properties, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: December 31, 2010

(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.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

STATE OF FLORIDA  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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Signed this 23<sup>rd</sup> day of December 2010.

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

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: Wayne N Austin  
Printed Name: Wayne N. Austin Title: Member

**Signature(s) on behalf of Other Business Entity:** Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: Wayne N Austin  
Printed Name: Wayne N. Austin 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)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 DEC 30 PM 12:08

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# **ARTICLES OF ORGANIZATION**

## **for**

### **W & M FAMILY PROPERTIES, LLC**

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

#### ***ARTICLE I - NAME***

The name of the limited liability company shall be W & M Family Properties, LLC ("Company").

#### ***ARTICLE II - STREET ADDRESS***

The street address of the principal office of the Company shall be 2843 Stags Leap Drive, Orange City, Florida 32763.

#### ***ARTICLE III - MAILING ADDRESS***

The mailing address of the Company shall be 2843 Stags Leap Drive, Orange City, Florida 32763.

#### ***ARTICLE IV - DURATION***

The Company is to exist perpetually.

#### ***ARTICLE V - PURPOSES AND POWERS***

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ***ARTICLE VI - MANAGEMENT***

The Company shall be managed by its Members and is, therefore, a member-managed company.

#### ***ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT***

The street address of the initial registered office of the Company is: 2843 Stags Leap Drive, Orange City, Florida 32763 and the name of the initial registered agent for service of process at that address is Wayne N. Austin.

#### ***ARTICLE VIII - ADMISSION OF NEW MEMBERS***

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon 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 IX - INDEMNIFICATION***

The company shall indemnify its members, managers, officers, employees, and agents to the full extent permitted by law.

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

### ARTICLE X - EFFECTIVE DATE

The existence of the Company shall commence at 11:59 P.M. on December 31, 2010.

**Wayne N. and Margaret F. Austin as Tenants by the Entireties**

Wayne N. Austin  
Wayne N. Austin, Member

12-23-2010  
Date

Margaret F. Austin  
Margaret F. Austin, Member

12-23-10  
Date

(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.)

### REGISTERED AGENT'S ACCEPTANCE

*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, I hereby accept 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 as provided for in Chapter 608, F.S..*

Wayne N. Austin  
Wayne N. Austin, Registered Agent

12-23-2010  
Date

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CLERK OF STATE  
TALLAHASSEE, FLORIDA