

L11000001334

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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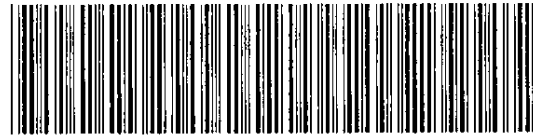
(Business Entity Name)

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DEPARTMENT OF STATE  
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1/1/2011

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B. KOHR

JAN - 5 2011

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

EFFECTIVE DATE

11/1/2011

REFERENCE : 628505 4352702

AUTHORIZATION

COST LIMIT

*Lyndee*  
\$ ?

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SECRETARY OF CORPORATION  
10 DEC 30 AM 9:20

ORDER DATE : December 30, 2010

ORDER TIME : 9:16 AM

ORDER NO. : 628505-005

CUSTOMER NO: 4352702

CONVERSION

NAME: MCLAUGHLIN & DAVIS  
--INTO--

MCLAUGHLIN & DAVIS PROPERTIES, LLC

XX CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 DEC 30 AM 9:20

January 3, 2011

EFFECTIVE DATE 1/1/2011

CARINA DUNLAP  
CSC  
TALLAHASSEE, FL

SUBJECT: MCLAUGHLIN & DAVIS PROPERTIES, LLC  
Ref. Number: W11000000034

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for MCLAUGHLIN & DAVIS PROPERTIES, LLC and the authorization to debit your account in the amount of \$185.00. However, the document has not been filed and is being returned for the following:

Before this conversion can be filed, MCLAUGHLIN & DAVIS must file a General Partnership Registration. The filing fee for this is \$50.00.

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: 711A00000031

Tammy  
620-8914  
620-8105

EFFECTIVE DATE 1/1/2011

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DIVISION OF CORPORATIONS  
10 DEC 30 AM 9:20

**CERTIFICATE OF CONVERSION  
FOR  
FLORIDA GENERAL PARTNERSHIP  
INTO  
"OTHER ORGANIZATION"**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida General Partnership into an "Other Organization" in accordance with F.S. § 620.8914.

1. The name of the Florida General Partnership converting into the "Other Organization" is: **MCLAUGHLIN & DAVIS** (the "Converting Entity").
2. The "Converting Entity" is a **General Partnership** in existence in the State of Florida since January 17, 1978.
3. The name of the "Other Organization" as set forth in the attached Articles of Organization is: **MCLAUGHLIN & DAVIS PROPERTIES, LLC** (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapter 620 and Chapter 608, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with Chapter 620, Florida Statutes.
6. The effective date of Conversion to a Florida Limited Liability Company is **January 1, 2011 at 12:01 a.m.**

In witness whereof, the undersigned have executed this Certificate of Conversion as of the 29<sup>th</sup> day of December 2010.

**MCLAUGHLIN & DAVIS,**  
a Florida general partnership

By: 

Thomas R. McLaughlin  
As a Partner

**MCLAUGHLIN & DAVIS PROPERTIES,**  
LLC, a Florida limited liability company

By: 

Thomas R. McLaughlin  
As its Authorized Representative

EFFECTIVE DATE 1/1/2011

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DIVISION OF CORPORATIONS  
10 DEC 30 AM 9:20

ARTICLES OF ORGANIZATION  
OF  
MCLAUGHLIN & DAVIS PROPERTIES, LLC

The undersigned, as authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and in accordance with F.S. § 608.407.

1. Name. The name of the Company is:

McLaughlin & Davis Properties, LLC

2. Mailing Address and Street Address of Principal Office. The mailing address and the street address of the principal office of the Company is 785 West Granada Boulevard, Suite #3, Ormond Beach, Florida 32174.

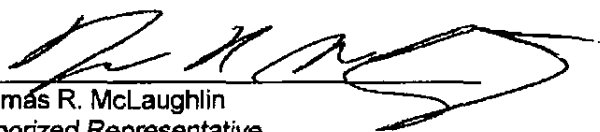
3. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Cross Street Corporate Services, LLC, 200 South Orange Avenue, Sarasota, Florida 34236.

4. Management. The Company shall be a manager-managed company.

5. Existence. In accordance with F.S. § 608.409, the Company's existence shall begin at the date of the formation of the Converting Entity, which is: January 17, 1978. **The Conversion will be effective on January 1, 2011 at 12:01 a.m.**

6. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned authorized representative has executed these Articles of Organization as of the 29<sup>th</sup> day of December 2010 (the "Execution Date").

  
Thomas R. McLaughlin  
Authorized Representative

### **ACKNOWLEDGEMENT OF REGISTERED AGENT**

*In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.*

*In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.*

Cross Street Corporate Services, LLC,  
a Florida limited liability company

By: 

Thomas J. McLaughlin  
As a Vice President