

L11000002344

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

*Patti Babka*

ADVISE BY PHONE TO

*eff. date in art. of organization*

DATE

*1/6/11*

BY FAX

Office Use Only



900189442409

01/05/11--01032--018 \*\*180.00

EFFECTIVE DATE *1/5/2011*

11 JAN -5 PM 3:51  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

B. T. Beck JAN 06 2011

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** ROYAL CONCRETE CONCEPTS, INC.  
(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:

PATTI K. BABKA

(Contact Person)

COMITER, SINGER, BASEMAN & BRAUN, LLP

(Firm/Company)

3801 PGA BOULEVARD, SUITE 604

(Address)

PALM BEACH GARDENS, FL 33410

(City, State and Zip Code)

PBABKA@COMITERSINGER.COM

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

PATTI K. BABKA

(Name of Contact Person)

at ( 561 ) 626-2101

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input 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 checked="" 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

11 JAN -5 PM 3:51

**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:

**ROYAL CONCRETE CONCEPTS, INC.** PA7000096394  
(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 **11/12/1997**  
(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:

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

**ROYAL CONCRETE CONCEPTS, LLC**  
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: **JANUARY 5, 2011**  
(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.

Signed this 4th day of JANUARY 2011.

**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: Kenneth A. Treadwell  
Printed Name: KENNETH A. TREADWELL 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: Kenneth A. Treadwell  
Printed Name: KENNETH A. TREADWELL Title: VICE 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)

**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

ROYAL CONCRETE CONCEPTS, LLC

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

7240 7<sup>th</sup> Place North  
West Palm Beach, FL 33411

Mailing Address:

Same

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

Kenneth Treadwell  
7240 7<sup>th</sup> Place North  
West Palm Beach, FL 33411

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.*

  
Registered Agent's Signature

**EFFECTIVE DATE**  
1/5/2011

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLE IV:** Effective date, if other than the date of filing: 1/5/2011.

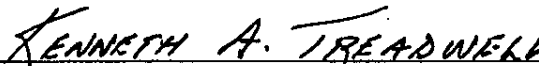
**ARTICLE V:** Indemnification. To the fullest extent permitted by applicable law, an officer, member or manager of the Company ("Covered Person") shall be entitled to indemnification from and defense by the Company for any loss, damage or claim incurred by such Covered Person by reason of any act or omission performed or omitted by such Covered Person provided that: (i) any such action was undertaken in good faith on behalf of the Company and in a manner reasonably believed to be in, or not opposed to, the best interests of the Company, (ii) any such action was reasonably believed to be within the scope of authority conferred on such person by the members or managers of the Company, and (iii) with respect to any criminal action or proceeding, such person had no reasonable cause to believe his action or omission was unlawful, except that no person shall be entitled to be indemnified or defended in respect of any loss, damage or claim incurred by such person's fraud, gross negligence, willful misconduct, dishonest conduct, or material breach of the Company's operating agreement.

**ARTICLE VI:** Expenses. To the fullest extent permitted by applicable law, expenses (including legal fees) incurred by a person entitled to indemnity in defending any claim, demand, action, suit or proceeding shall, from time to time, be advanced by the Company prior to the final disposition of such claim, demand, action, suit or proceeding upon receipt by the Company of an undertaking by or on behalf of the person to repay such amount if it shall be determined that the person is not entitled to be indemnified.

REQUIRED SIGNATURE:

  
Signature of a Member or an Authorized Representative of Member

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

  
Typed or printed name of signee