

L11000103844

(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:

Office Use Only

B. KOHR

SEP 12 2011

EXAMINER



300211145483

W11 0000 46589

RECEIVED
11 SEP - 8 PM 4:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 9/15/2011

FILED
11 SEP - 8 AM 10:24
SECRETARY OF STATE
DIVISION OF CORPORATIONS



EFFECTIVE DATE 9/15/2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 9, 2011

STEPHANIE MILNES
CSC
TALLAHASSEE, FL

SUBJECT: DENCO, LLC
Ref. Number: W11000046589

FILED STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 SEP -8 AM 10:24
11 SEP -9 PM 4:12
NOT RETURNED
TO ADOPTOR
SUFFICIENCY OF FILINGS

We have received your document for DENCO, LLC and the authorization to debit your account in the amount of \$150.00. However, the document has not been filed and is being returned for the following:

These documents were delivered to our office on September 8, 2011. That is the filing date that we will give the conversion. But the conversion will also receive an "organizational effective date" of June 25, 1956. Because this effective date has to go back all the way to 1956, you cannot also specify "September 1, 2011" as an "effective date".

The "effective date" option in Item 5 on the Certificate of Conversion can ONLY be used for specifying a future effective date -- never a past effective date. Also, because the effective date in Item 5 in the Articles must match the effective date in Item 5 on the Certificate of Conversion, you also cannot specify "September 1, 2011" as a effective date in the Articles of Organization.

Please correct your documents.

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: 111A00020915



CORPORATION SERVICE COMPANY

EFFECTIVE DATE 9/15/2011

ACCOUNT NO. : I20000000195
REFERENCE : 905558 9534A
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 150.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 SEP -8 AM 10:24

ORDER DATE : September 8, 2011

ORDER TIME : 2:18 PM

ORDER NO. : 905558-005

CUSTOMER NO: 9534A

RESUBMIT

Please give original
submission date as file date.

DOMESTIC AMENDMENT FILING

NAME: DENCO, INC.

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 2920

EXAMINER'S INITIALS: _____

EFFECTIVE DATE 9/15/2011

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 SEP -8 AM 10:24

**CERTIFICATE OF CONVERSION
FOR
DENCO, INC.
(The "Other Business Entity")
INTO
DENCO, LLC
(A Florida Limited Liability Company)**

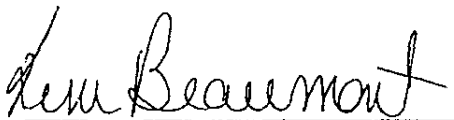
THE UNDERSIGNED execute this Certificate of Conversion and attached Articles of Organization which are submitted to convert DENCO, INC., a Florida Corporation, as the "Other Business Entity" into DENCO, LLC, a Florida Limited Liability Company, in accordance with Florida Statutes Section 608.439, and state:

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is DENCO, INC.
2. The Other Business Entity is a corporation incorporated under the laws of the State of Florida on June 25, 1956 under Document No. 194112.
3. DENCO, INC. has been a Florida corporation continuously from its incorporation
4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is: DENCO, LLC.
5. This instrument shall be effective September 15, 2011.
6. The conversion is permitted by the applicable laws governing DENCO, INC. as the "Other Business Entity" and the conversion complies with such laws and the requirements of Florida Statute Section 608.439 in effecting the conversion.
7. DENCO, INC. as the "Other Business Entity" currently exists on the official records of Florida under which it is currently incorporated.

EXECUTED this 31st day of August, 2011.

**Signature of Managers of Limited Liability Company and
Authorized Representatives**

The individuals signing below affirm that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Florida Statute Section 817.155.



KIM BEAUMONT, as Manager
Denco, LLC




R. MARSHALL JONES, as Manager
Denco, LLC

**Signatures on Behalf of DENCO, INC.
As The "Other Business Entity"**

The individuals signing affirm that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in Florida Statute Section 817.155.



KIM BEAUMONT, President/Director
Denco, Inc.



R. MARSHALL JONES, Vice-President
and Director, Denco, Inc.

EFFECTIVE DATE 9/15/2011

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 SEP -8 AM 10:24

ARTICLES OF ORGANIZATION FOR
DENCO, LLC
A Florida Limited Liability Company

THE UNDERSIGNED, being the sole member of DENCO, LLC, for the purpose of creating a Florida limited liability company, pursuant to Chapter 608 Florida Statutes, does hereby execute these Articles of Organization and would state:

1. **Name:** The name of the limited liability company is DENCO, LLC.
2. **Address:** The mailing address and street address of the principal office of the limited liability company is 1260 South Federal Highway, Suite 101, Boynton Beach, FL 33435.
3. **Registered Agent and Office:** The Registered Agent of the LLC shall be ROBERT M. ARLEN. The office of the Registered Agent is 101 S.E. Sixth Avenue, Suite D, Delray Beach, Florida 33483. The signature of the Registered Agent accepting his appointment is provided below.
4. **Managers:** This shall be a manager managed LLC. The name and address of each manager (MGR) is:

KIM BEAUMONT, MGR.
1260 South Federal Highway, Suite 101
Boynton Beach, FL 33435

R. MARSHALL JONES, MGR.
470 Columbia Drive, Suite 100-E
West Palm Beach, FL 33409

Either manager shall be entitled to exercise any LLC power over his or her sole signature or direction without the signature or direction of the other manager. The power to remove and replace the managers, with or without cause, shall be held by the member.

5. **Effective Date:** These Articles of Organization shall be effective September 15, 2011.
6. **Indemnity:** The LLC shall indemnify its managers for any and all liabilities arising from a manager's good faith discharge of his or her duties to the full extent permitted by law.

EXECUTED this 21st day of August, 2011. 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 above are true. The undersigned are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Florida Statute 817.155.



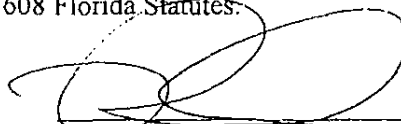
KIM BEAUMONT, as Co-Trustee
of the Joseph D. Farish, Jr. Revocable
Trust Agreement originally dated 12/16/93
as restated and amended
Sole Member



R. MARSHALL JONES, as Co-Trustee
of the Joseph D. Farish, Jr. Revocable
Trust Agreement originally dated 12/16/93
as restated and amended
Sole Member

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, ROBERT M. ARLEN, having been named as Registered Agent to accept service of process for the above stated limited liability company at the place designated in this certificate, does hereby accept his appointment as Registered Agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as Registered Agent as provided for in Chapter 608 Florida Statutes.



Robert M. Arlen - Registered Agent