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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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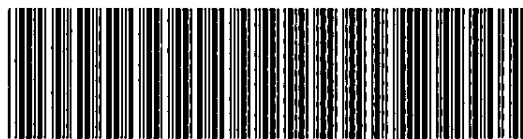
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS
DEC 30 2011
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sun Ag 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:

Richard M. Carnell, Jr.

(Contact Person)

Sun-Ag, Inc.

(Firm/Company)

1900 Old Dixie Highway

(Address)

Fort Pierce, FL 34946

(City, State and Zip Code)

afrantz@dneworld.com

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

For further information concerning this matter, please call:

Richard M. Carnell, Jr.

at (772) 465-7555

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

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

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Sun-Ag, Inc.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation 569338

(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 04/21/1978

(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**:

Sun Ag LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: 01-01-2012

(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 27th day of December 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: [Signature]

Printed Name: Richard M. Carnell, Jr. Title: President

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: [Signature]

Printed Name: Gregory P. Nelson Title: President

Signature: [Signature]

Printed Name: Richard M. Carnell Title: Sr. Vice President / Secretary

Signature: [Signature]

Printed Name: Jeffrey A. Hurwitz Title: Vice President / Asst. Sec.

Signature: [Signature]

Printed Name: Michael M. Monroe Title: Vice President

Signature: [Signature]

Printed Name: Judy E. Wargo Title: Secretary

Signature: [Signature]

Printed Name: Jeffrey F. Bowen Title: Treasurer

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TALLAHASSEE, FLORIDA

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
OF
SUN AG LLC**

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SECRETARY OF STATE

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

ARTICLE I - Name

The name of the Limited Liability Company is **SUN AG LLC** (the "Company").

ARTICLE II - Period of Duration

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

ARTICLE III- Purpose

The Company was formed for any lawful purpose for which a limited liability company may be formed under the Act and may engage in any lawful business or activity. The Company shall have all powers permitted a limited liability company under the Act. The Company may be qualified or registered in any jurisdiction which the Company does business.

ARTICLE IV - Address

The mailing address and street address of the principal office of the Company is 7735 County Road 512, Fellsmere, Florida 32948.

ARTICLE V - Registered Agent and Office

The street address of the Company's initial registered office is 1900 Old Dixie Highway, Fort Pierce, Florida 34946, and the name of its initial registered agent at such office is Richard M. Carnell, Jr.

ARTICLE VI - Management

The Company will be managed by one or more Managers appointed by the Member or Members in accordance with the terms of the Operating Agreement. As such, the Company will be Manager-Managed. The Managers will be designated as the President, Secretary and Treasurer of the Company, and may also be designated as Vice Presidents, Assistant Secretaries and Assistant Treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as Directors under the Operating Agreement who shall act in a manner similar to the Directors of a corporation. The Member or Members, at a meeting of the members held not less than annually, shall designate the Managers, who may also be Members, and the positions that these Managers will hold. The initial Managers, who shall serve until the first annual meeting of the Members or until their successors are elected and qualify, and their designations shall be as follows:

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Name:

Position:

Richard M. Carnell
Michael M. Monroe
Jeffrey E. Bowen
Judy Warga
Dawn Cosner

President
Vice President
Treasurer
Secretary
Assistant Secretary

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TALLAHASSEE, FLORIDA

ARTICLE VII – Indemnification

Except as expressly provided in the Operating Agreement, the Company shall indemnify any Member, Manager, or former Member or Manager to the full extent permitted under the Act.

ARTICLE VIII – Effective Date

The effective date for these Articles of Organization shall be January 1, 2012.



Print Name: Richard M. Carnell
Authorized Signor

Date: DECEMBER 27, 2011

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, 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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.



Richard M. Carnell

Date: December 27, 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 herein are true.

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TALLAHASSEE, FLORIDA