

L12000129069

(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



500240572705

10/09/12--01021--016 **155.00

FILED
2012 OCT -9 AM 11:49
RECEIVED
TALLAHASSEE FLORIDA

J. BRYAN

OCT 10 2012

EXAMINER

SNELL • LEGAL

THE BUSINESS LAWYERS

October 8, 2012

VIA OVERNIGHT FED-EX

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: H.D. Marclay Company, Ltd.
Document Number: A05253**

To Whom It May Concern:

Enclosed are Articles of Conversion and Articles of Organization for the referenced entity, along with this firm's check in the amount of \$155.00 for the filing fees and Certificate of Status for the enclosed Articles. Please file the same, and don't hesitate to call me at 386.677.3232 or 386.295.8974 if there are any questions with the filing.

Sincerely,



Heather Bragg
Paralegal

/hb
Enclosures

FILED
2012 OCT -9 AM 11:49
DEPT. OF STATE
TALLAHASSEE, FL 32301



COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: H.D. Marclay Company, 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:

Heather Bragg

(Contact Person)

Snell Legal

(Firm/Company)

160 East Granada Boulevard

(Address)

Ormond Beach, Florida 32176

(City, State and Zip Code)

FILED
2012 OCT -9 AM 11:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

For further information concerning this matter, please call:

Heather Bragg

(Name of Contact Person)

at (386) 677-3232

(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 checked="" type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input 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

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

FILED
2020 OCT -9 AM 11:50
HALL COUNTY CLERK
JENNIFER L. HARRIS

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:

H.D. Marclay Company, Ltd. #A05253
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited partnership
(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 October 6, 1976
(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**:

H.D. Marclay Company, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(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 7th day of October 2012.

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: Harry C. Cone, Jr.
Printed Name: Harry C. Cone, Jr. 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: Harry C. Cone, Jr.
Printed Name: Harry C. Cone, Jr., as trustee Title: General Partner
of the Harry Cummings Cone, Jr. Family Trust

Signature: Harry C. Cone, Jr.
Printed Name: Harry C. Cone, Jr., as Trustee Title: General Partner
of the Dawn Lorraine Cone Family Trust and personal representative of D. Cone

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)

FILED
2012 OCT -9 AM 11:50
STATE OF FLORIDA
TALLAHASSEE

**ARTICLES OF ORGANIZATION
OF H.D. MARCLAY COMPANY, LLC**

The undersigned organizer, who is the authorized representative of the member(s) of H.D. MARCLAY COMPANY, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I – NAME

The Name of the Company is **H.D. MARCLAY COMPANY, LLC.**

ARTICLE II – EFFECTIVE DATE

The effective date of the company shall be the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The mailing address of the Company is 353 South Atlantic Avenue, Ormond Beach, Florida 32176 and the street address of the principal office of the Company is 353 South Atlantic Avenue, Ormond Beach, Florida 32176.

ARTICLE IV – REGISTERED AGENT AND OFFICE

The name and street address of the registered agent is Harry C. Cone, Jr., 353 South Atlantic Avenue, Ormond Beach, Florida 32176.

ARTICLE V – MANAGEMENT

The Company shall be managed by its member(s) and is, therefore, a member-managed limited liability company. The initial members of the Company shall be:

Harry C. Cone, Jr., as trustee of the Harry Cummings Cone, Jr. Family Trust
Dawn L. Cone, as trustee of the Dawn Lorraine Cone Family Trust
Martin A. Cone
Clayton C. Cone

ARTICLE VI – MEMBER(S)

The initial members of the Company shall be:

Harry Cummings Cone, Jr. Family Trust, MEM
353 South Atlantic Avenue
Ormond Beach, Florida 32176

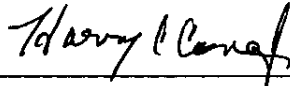
Dawn Lorraine Cone Family Trust, MEM
353 South Atlantic Avenue
Ormond Beach, Florida 32176

FILED
2012 OCT -9 AM 11:50
STATE OF FLORIDA
TALLAHASSEE COUNTY

Martin A. Cone, MEM
287 St. Johns Forest Boulevard
Jacksonville, Florida 32259

Clayton C. Cone, MEM
627 Beech Drive
Lexington, North Carolina 27292

IN WITNESS WHEREOF, the undersigned member has executed the foregoing
Articles of Organization on the 8th day of October, 2012.



Harry C. Cone, Jr.
Member

FILED
2012 OCT -9 AM 11:50
TALLAHASSEE, FLORIDA

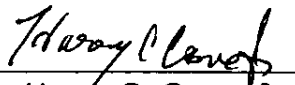
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is H.D. MARCLAY COMPANY, LLC.
2. The name and the Florida Street address of the registered agent and office are Harry C. Cone, Jr., 353 South Atlantic Avenue, Ormond Beach, Florida 32176.

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company and the place designated in this certificate, Harry C. Cone, Jr. hereby accepts the appointment as registered agent and agrees to act in this capacity. Harry C. Cone, Jr. further agrees to provide company 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 Chapter 608, Florida Statutes.

Dated: 10/8/12



Harry C. Cone, Jr.

FILED
2012 OCT -9 AM 11:50
STATE OF FLORIDA
TALLAHASSEE, FLORIDA