

L12 000137355

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

Q85859

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

A. LUNT

OCT 29 2012

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TALLAHASSEE, FLORIDA

2012 OCT 25 PM 2 24

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10/25/12--01030--030 **150.00

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WILLIAMS PAWN & GUN, 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:

Jennifer L. Williamson, Esq.

(Contact Person)

Crary Buchanan, P.A.

(Firm/Company)

P.O. Drawer 24

(Address)

Stuart, FL 34995-0024

(City, State and Zip Code)

iradumas@yahoo.com

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

For further information concerning this matter, please call:

Lisa R. Taube

(Name of Contact Person)

at (772)

233-4602

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" 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 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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TALLAHASSEE, FLORIDA
CLERK OF STATE

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:

WILLIAMS PAWN & GUN, INCORPORATED

(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 02/22/1984

(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**:

WILLIAMS PAWN & GUN, 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.

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CLERK OF COURT
TALLAHASSEE, FLORIDA

Signed this 24th 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: Brian Williams
Printed Name: Brian C. Williams Title: Manager

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: Brian Williams
Printed Name: Brian C. Williams Title: 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)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
WILLIAMS PAWN & GUN, LLC

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2012 OCT 25 PM 2:24
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE I

Name. The name of the limited liability company ("Company") is WILLIAMS PAWN & GUN, LLC.

ARTICLE II

Address. The mailing and street address of the Company's principal office is 3112 Highway 441 S., Okeechobee, FL 34974-6252.

ARTICLE III

Registered Agent and Office. The name and street address of Company's initial registered agent in Florida is:

Jennifer L. Williamson, Esq.
759 S. Federal Highway, Suite 106
Stuart, FL 34994

ARTICLE IV

Nature of Company. The general nature of the business to be transacted by the Company under these Articles of Organization shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE V

Transferability of Membership Interests. No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VI

Distribution of Profits. Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in

the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

ARTIVLE VII

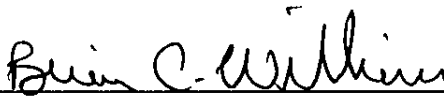
Management. The will be a manager-managed Company. The name and address of each manager is:

Brian C. Williams
3112 Highway 441 S.
Okeechobee, FL 34974-6252

ARTICLE VIII

Company Existence. The Company's existence shall begin effective as of February 22, 1984.

The undersigned authorized representative of a member executed these Articles of Organization on 24th day of October, 2012.



Brian C. Williams

2012 OCT 25 PM 2 24
FILED
CLERK OF DISTRICT COURT
JANUARY 1, 2013
TALLAHASSEE, FLORIDA

STATEMENT OF REGISTERED AGENT

I agree to act as registered agent to accept service of process for WILLIAMS PAWN & GUN, LLC at the place designated in the above Articles of Organization. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Dated this 24th day of October, 2012.



Jennifer L. Williamson
Registered Agent

STATE OF FLORIDA
JENNIFER L. WILLIAMSON

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