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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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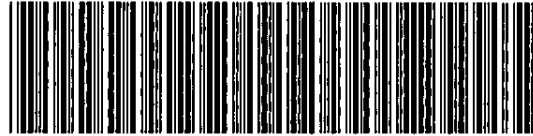
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Ace Technology, 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:

Ilana Brunelle

(Contact Person)

Redgrave & Rosenthal LLP

(Firm/Company)

120 East Palmetto Park Road, Suite #400

(Address)

Boca Raton, FL 33432-4809

(City, State and Zip Code)

ibrunelle@redgraveandrosenthal.com

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

For further information concerning this matter, please call:

Jennifer E. Zakin, Esq.

(Name of Contact Person)

at ( 561 ) 347-1700

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☐ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☐ \$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**

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12 NOV 28 AM 10: 52  
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:

Ace Technology Corp. P12429  
(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 Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

on September 30, 1986.  
(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**:

Ace Technology, 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.)

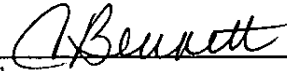
6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

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 15<sup>th</sup> day of November 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:   
Printed Name: Catherine E. Bennett 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:   
Printed Name: Edward D. Bennett Title: President, Treasurer

Signature:   
Printed Name: Catherine E. Bennett Title: Secretary

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:

Ace Technology, LLC

(Must end with the words "Limited Liability Company, the abbreviation "L.L.C.," or the designation "LLC.")

**ARTICLE II - Address:**

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

**Principal Office Address:**

6750 NW 21st Avenue

Fort Lauderdale, FL 33309

**Mailing Address:**

6750 NW 21st Avenue

Fort Lauderdale, FL 33309

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Catherine E. Bennett

Name

6750 NW 21st Avenue

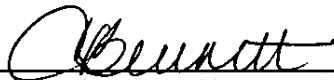
Florida street address (P.O. Box **NOT** acceptable)

Fort Lauderdale, FL 33309

City, State, and Zip

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

*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 (REQUIRED)

(CONTINUED)

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGR

Catherine E. Bennett

6750 NW 21st Avenue

Fort Lauderdale, FL 33309

\_\_\_\_\_

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TALLAHASSEE, FLORIDA

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: \_\_\_\_\_.  
(OPTIONAL)

(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 Certificate of Conversion, if an effective date listed therein.)

**REQUIRED SIGNATURE:**



\_\_\_\_\_  
Signature of a member or an authorized representative of a 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.)

Catherine E. Bennett, Manager

\_\_\_\_\_  
Typed or printed name of signee

**Agreement of Merger or Consolidation  
to Convert Ace Technology Corp., a Delaware Corporation  
to Ace Technology, LLC,  
a Florida Limited Liability Company**

The undersigned Shareholder of Ace Technology Corp., a Delaware Corporation, and undersigned Member of Ace Technology, LLC, a Florida Limited Liability Company, do hereby agree to and consent to this written agreement of merger or consolidation as set forth below.

1. The name and form of the organization before conversion is Ace Technology Corp., a profit corporation organized under the laws of Delaware.
2. The name and form of the organization after conversion is Ace Technology, LLC, a limited liability company organized under the laws of Florida.
3. The terms and conditions of the conversion are as follows: Upon conversion, Edward D. Bennett shall receive a 100% membership interest in Ace Technology, LLC for his shares in Ace Technology Corp. Edward D. Bennett's ownership interests of the organization shall be the same before and after the merger or consolidation.
4. The organizational documents, including the Articles of Organization of Ace Technology, LLC, are attached hereto and incorporated herein by reference.
5. The undersigned Shareholder and Member hereby authorize Edward D. Bennett to execute and file any and all documents required by the Florida Department of State to effectuate this conversion.

This Agreement of Merger or Consolidation is effective this 15<sup>th</sup> day of November, 2012 and is hereby agreed to and signed by the Shareholder of Ace Technology Corp. and the Member of Ace Technology, LLC.

ACE TECHNOLOGY CORP.

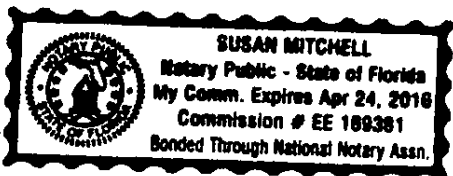
By: Edward D. Bennett  
Edward D. Bennett, President and Shareholder

STATE OF FLORIDA                     )  
   :  
COUNTY OF BROWARD             )

The foregoing instrument was acknowledged before me this 15 day of November, 2012  
by EDWARD D. BENNETT, President and Shareholder of ACE TECHNOLOGY CORP., a  
Delaware corporation, on behalf of the corporation, as indicated below:

(☒) who is personally known to me;  
( ) who produced \_\_\_\_\_ as identification;

on this 15 day of November, 2012.



Susan Mitchell  
Notary Public

ACE TECHNOLOGY, LLC

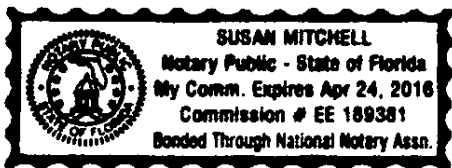
By: Edward D. Bennett  
Edward D. Bennett, Member

STATE OF FLORIDA                     )  
   :  
COUNTY OF BROWARD             )

The foregoing instrument was acknowledged before me this 15 day of November, 2012  
by EDWARD D. BENNETT, Member of ACE TECHNOLOGY, LLC, a Florida Limited Liability  
Company, on behalf of the LLC, as indicated below:

(☒) who is personally known to me;  
( ) who produced \_\_\_\_\_ as identification;

on this 15 day of November, 2012.



Susan Mitchell  
Notary Public

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