

L12000161040

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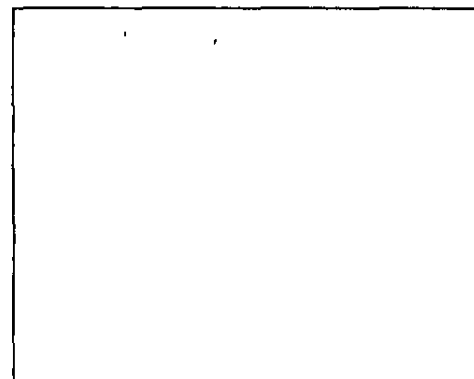
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J. BRYAN

DEC 28 2012

EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)364-8000



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ENTITY NAME:

GEO CARE, LLC

CK# 5942 FOR \$ 150.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING

**FILED**  
2012 DEC 26 AM 8:32  
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☐ CERTIFIED COPY

☒ STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 27, 2012

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: GEO CARE, LLC  
Ref. Number: W12000063440

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We have received your document for GEO CARE, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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) 245-6051.

Joey Bryan  
Regulatory Specialist II

Letter Number: 912A00030351

\* RESUBMITTING  
W/ CORRECTIONS  
PLEASE RETAIN  
ORIGINAL SUBMISSION  
DATE 12-26-12

**CERTIFICATE OF CONVERSION  
FOR  
GEO CARE, INC.,  
a Florida corporation  
INTO  
GEO CARE, LLC,  
a Florida limited liability company**

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2012 DEC 26 AM 8:32  
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TALLAHASSEE, FLORIDA

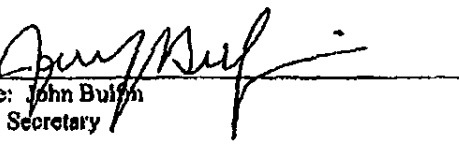
This Certificate of Conversion and the attached Articles of Organization are submitted to convert GEO Care, Inc., a Florida corporation (the "Corporation"), into GEO Care, LLC, a Florida limited liability company (the "Other Business Entity"), in accordance with Sections 607.1112 and 607.1113 of the Florida Business Corporation Act.

1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is GEO Care, Inc.
2. The Corporation is a corporation which was incorporated under the laws of the State of Florida on April 24, 1997, under Document Number P97000036976.
3. The name of the Florida limited liability company into which the Corporation has been converted as set forth in the attached Articles of Organization is GEO Care, LLC.
4. The Corporation has been converted into a Florida limited liability company in compliance with the Florida Business Corporation Act and the conversion complies with the applicable provisions of the Florida Limited Liability Company Act.
5. The plan of conversion was approved by the Corporation in accordance with the Florida Business Corporation Act.
6. The conversion shall become effective upon the date of filing of this Certificate of Conversion with the Secretary of State, State of Florida.
7. The address of the principal office of the Other Business Entity is:  
  
One Park Place, Suite 700, 621 Northwest 53rd Street  
Boca Raton, Florida 33487
8. Immediately after the conversion contemplated hereby, the sole shareholder of the Corporation will become the sole member of the Other Business Entity, and shall have no appraisal rights.

*[Signature on Next Page]*

Signed this 26<sup>th</sup> day of December, 2012.

GEO CARE, LLC  
and  
GEO CARE, INC., a  
Florida corporation

By:   
Name: John Bulfin  
Title: Secretary

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
GEO CARE, LLC  
(A Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of the limited liability company (the "Company") is: GEO Care, LLC.


ARTICLE II  
ADDRESS

The mailing address and street address of the principal office of the Company are: One Park Place, Suite 700, 621 Northwest 53rd Street, Boca Raton, Florida 33487.

ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Company's initial registered agent is: John J. Bulfin, 621 N.W. 53<sup>rd</sup> Street, Suite 700, Boca Raton, Florida 33487.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 26<sup>th</sup> day of December, 2012.

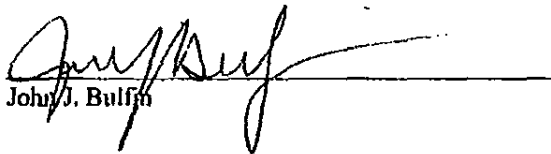
  
\_\_\_\_\_  
Brian Evans,  
Authorized Representative

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of GEO Care, LLC, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned 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 his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this 26<sup>th</sup> day of December, 2012.

  
John J. Bulfin

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