

L13000003967

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

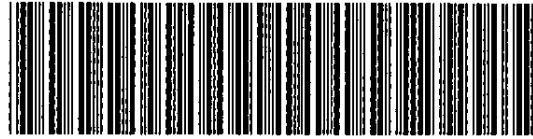
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J. SAULSBERRY
EXAMINER
JAN 08 2013

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& ESTATES

+ CHARTERED LIFE UNDERWRITER

° CHARTERED FINANCIAL CONSULTANT

December 29, 2012

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327
850-245-6050

Re: La Casa Memory Care, Inc.

Gentlemen:

Enclosed are the original and one copy of the Certificate of Conversion and Articles of Organization for the above referenced corporation.

Please file the original, indicate the filing date on the copy, and return the copy to:

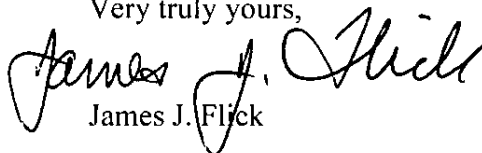
Flick Law Group, P.L.
3700 South Conway Road, Suite 100
Orlando, Florida 32812
407-273-1045

Also, enclosed is a check covering the fees and charges for the items listed below:

1.	Filing Fee for Certificate of Conversion	\$ 25.00
2.	Filing Fee for Articles of Organization	125.00
	Total Fees	<u>\$ 150.00</u>

Thank you for your cooperation.

Very truly yours,


James J. Flick

Enclosures

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**Certificate of Conversion
For
Florida Profit Corporation
Into
Florida Limited Liability Company**

This Certificate of Conversion and attached Articles of Organization are submitted in accordance with s. 608.439, Florida Statutes, to convert the following "Other Business Entity" into a Florida Limited Liability Company.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is La Casa Memory Care, Inc. and its Document Number is P10000034836.

2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on April 21, 2010.

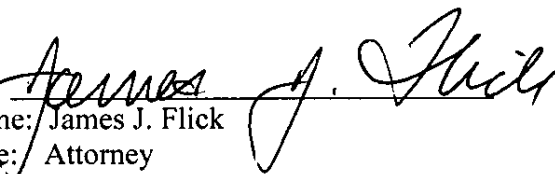
3. The jurisdiction of the "Other Business Entity" has not changed since its formation.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is La Casa Memory Care, LLC.


5. This conversion shall be effective upon the date of filing this Certificate of Conversion and attached Articles of Organization with the Florida Department of State.

Signed this 26th day of December, 2012.

Signature of Member or Authorized Representative of Limited Liability Company:

By: 
Name: James J. Flick
Title: Attorney

Signature(s) on behalf of Other Business Entity:

By: 
Name: Keith A. Krodel
Its: President

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**Articles of Organization
For
Florida Limited Liability Company**

Article I

The name of the Limited Liability Company is La Casa Memory Care, LLC.

Article II

The mailing address and street address of the principal office of the Limited Liability Company is 220 N. Grove Street, Merritt Island, Florida 32953.

Article III

The street address of the initial registered office of the Limited Liability Company in Florida is 3700 South Conway Road, Suite 100, Orlando, Florida 32812, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is James J. Flick.

Article IV

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Limited Liability Company Act, including all powers and purposes now and hereafter permitted by law to a limited liability company.

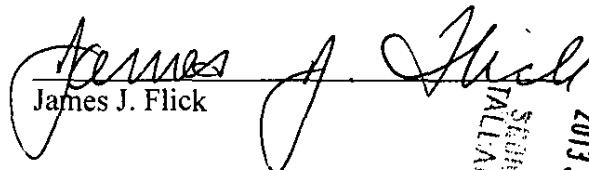
Article V

The effective date for this Limited Liability Company shall be the date of filing these Articles of Organization with the Florida Department of State.

Article VI

The Limited Liability Company is to be managed by Managers. The name and address of each Manager is as follows: Keith A. Krodell, 640 Lucas Place, Merritt Island, Florida 32953; Deborah G. Wilborn, 640 Lucas Place, Merritt Island, Florida, 32953.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a Member and acknowledged them to be my act on December 26, 2012.


James J. Flick

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TALLAHASSEE, FLORIDA

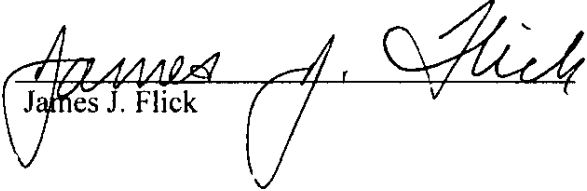
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**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

Having been named as Registered Agent for La Casa Memory Care, LLC, I hereby voluntarily consent to serve as Registered Agent for La Casa Memory Care, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: December 26, 2012.


James J. Flick

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