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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

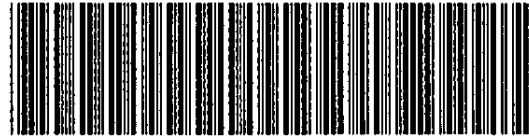
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TALLAHASSEE, FLORIDA

**GLICKMAN, WITTERS AND MARELL, P.A.**

**ATTORNEYS AT LAW  
THE CENTURION  
SUITE 1101  
1601 FORUM PLACE  
WEST PALM BEACH, FL 33401**

**GARRY M. GLICKMAN  
CURTIS L. WITTERS  
BOARD CERTIFIED IN MARITAL AND FAMILY LAW  
WILLIAM J. MARELL  
ELIZABETH A. MONTGOMERY  
CINDY A. CRAWFORD  
JOSEPH R. LOWICKY**

**TELEPHONE  
(561) 478-1111**

**TELECOPIER  
(561) 478-2433**

**EMAIL: GGLICKMAN@GWMLAWYERS.COM**

February 15, 2013

**Via Federal Express**

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

Reference: Palm Beach Group Homes, Inc. conversion to Palm Beach Group Homes, LLC

To Whom It May Concern:

Please be advised that Palm Beach Group Homes, Inc. wishes to convert from a Florida corporation to a Florida Limited Liability Company.

As such, we enclose the original and duplicate copy of the new Articles of Organization for Palm Beach Group Homes, LLC, a Florida Limited Liability Company together with a Certificate of Conversion of Palm Beach Group Homes, Inc. to that Limited Liability Company.

Attached please find our check in the amount of \$160.00 representing the fee for the conversion and the fee for filing of the new LLC. Please endorse your approval of these documents on the duplicate copies, certify and return them to us.

Sincerely,

**GLICKMAN, WITTERS & MARELL, P.A.**



Garry M. Glickman

GMG:sn

**CERTIFICATE OF CONVERSION**  
**OF**  
**PALM BEACH GROUP HOMES, INC.**  
**TO**  
**LIMITED LIABILITY COMPANY**

The undersigned Member executes this Certificate of Conversion pursuant to Florida Statute §608.439 as follows:

**ARTICLE I**

**OTHER ENTITY**

The other entity is Palm Beach Group Homes, Inc., a corporation organized under the laws of the State of Florida on March 14, 2012, which has continued to exist as a Florida corporation through the date of execution hereof.

**ARTICLE II**

**NAME OF OTHER ENTITY**

The name of the other entity is Palm Beach Group Homes, Inc., a Florida corporation.

**ARTICLE III**

**NAME OF LIMITED LIABILITY COMPANY**

The name of the Limited Liability Company as set forth in the Articles of Organization filed concurrently herewith is: Palm Beach Group Homes, LLC, a Florida Limited Liability Company.

**ARTICLE IV**

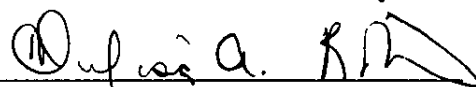
**EFFECTIVE DATE**

The effective date of the conversion of the other entity to a Florida Limited Liability

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

Company shall be the date of the filing of this Certificate of Conversion and the Articles of Organization.

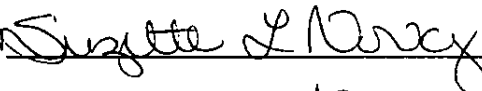
IN WITNESS WHEREOF the undersigned has executed this Certificate of Conversion  
this 15 day of February, 2013.

  
FELICIA A. ROBINSON, as  
President of Palm Beach Group  
Homes, Inc. and Manager of Palm  
Beach Group Homes, LLC

STATE OF FLORIDA                    }  
  } ss:  
COUNTY OF PALM BEACH        }

The foregoing instrument was acknowledged before me this 15 of February, 2013, by  
FELICIA A. ROBINSON, as President of Palm Beach Group Homes, Inc. and Manager of  
Palm Beach Group Homes, LLC who is ☒ personally known or who has ☐ produced  
\_\_\_\_\_ as identification.

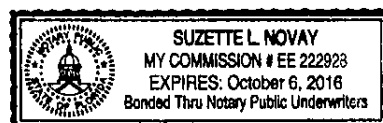
NOTARY PUBLIC:

SIGN 

PRINT Suzette L. Novay

STATE OF FLORIDA AT LARGE (SEAL)

MY COMMISSION EXPIRES:



**ARTICLES OF ORGANIZATION**  
**OF**  
**PALM BEACH GROUP HOMES, LLC**

The undersigned organizer hereby forms a limited liability company under the laws of the State of Florida:

**ARTICLE I**

**COMPANY NAME**

The name of this company is:

**PALM BEACH GROUP HOMES, LLC**

**ARTICLE II**

**COMMENCEMENT AND TERM OF EXISTENCE**

The terms of existence of the Company shall commence upon the date of signing hereof, provided that same shall be filed with the Florida Secretary of State within the time authorized by Statute.

**ARTICLE III**

**MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY**

The mailing address and the street address of the principal office of the limited liability company is 1920 Embassy Drive, West Palm Beach, Florida 33401.

**ARTICLE IV**

**REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS**

The Registered Agent and the street address of the Registered Agent of this Company in the State of Florida shall be:

Garry M. Glickman  
1601 Forum Place, Suite 1101  
West Palm Beach, Florida 33401

#### ARTICLE V

#### DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

#### ARTICLE VI

#### MANAGEMENT OF THE COMPANY

The initial Manager of the Company shall be Felicia A. Robinson. The Manager Felicia A. Robinson shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Manager shall have the absolute authority to subcontract any management functions of the Company in her sole and absolute discretion.

#### ARTICLE VII

#### RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

7.1 Liability of Members: No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.

7.2 Return of Capital: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

7.3 Non-Assignability of Membership Interest:

a) No Member may assign his/her Company interest in whole or in part without the express written consent of 100% of the Company's members, including the member attempting to assign his/her interest.

b) The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company:

i) without the express written consent of 100% of the members of the limited liability company including the member assigning the limited liability interest, and

ii) as provided in the Operating Agreement, and

iii) in compliance with any procedure provided for in the Operating Agreement.

c) No interest of any member shall be subject to forced assignment by any court of law.

IN WITNESS WHEREOF, the undersigned Organizer has executed the Articles of Organization, this 15 day of February, 2013.

  
GARRY M. GLICKMAN, ORGANIZER

STATE OF FLORIDA

]

] ss:

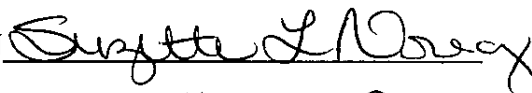
COUNTY OF PALM BEACH

]

The foregoing instrument was acknowledged before me this 15 of February, 2013, by GARRY M. GLICKMAN, Organizer of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY PUBLIC:

SIGN



PRINT

Suzette L. Novay

MY COMMISSION EXPIRES:

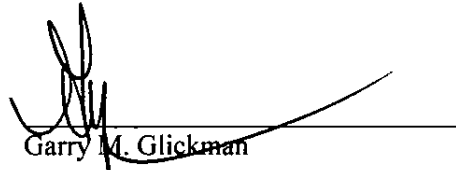


**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Palm Beach Group Homes, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named Garry M. Glickman having an address at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401 as its agent to accept Service of Process within this State.


**ACKNOWLEDGMENT**

Having been named to accept Service of Process for the above named Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
Garry M. Glickman

SWORN TO AND SUBSCRIBED before me this 15 day of February, 2013.



  
NOTARY PUBLIC - STATE OF FLORIDA  
Name: Suzette L. Novay  
(Type, stamp or print)

Personally known or produced identification . If produced identification, type or identification produced: \_\_\_\_\_