

✓ L13000067021

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies

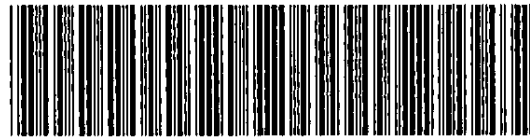


Certificates of Status

Special Instructions to Filing Officer:

Converium

Office Use Only



900247573889

05/06/13--01046--002 \*\*180.00

STATE OF NEW YORK  
TALLAHASSEE, FLORIDA

2013 MAY -6 AM 8:35

FILED

(2)

J. SAULSBERRY  
EXAMINER

MAY 7 2013

May 3, 2013

**VIA FEDERAL EXPRESS**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
2013 MAY -6 AM 8:35  
STATE OF FLORIDA  
TALLAHASSEE

*Re: Certificates of Conversion*

Dear Sir / Madam:

Enclosed please find the following forms and documents with respect to the conversion of each of two "Florida Corporations" into a separate "Florida Limited Liability Company" pursuant to Section 608.439, Florida Statutes:

First Conversion: Cabrillo Coastal General Insurance Agency, Inc.

1. Certificate of Conversion for Cabrillo Coastal General Insurance Agency, Inc.;
2. Articles of Organization for Cabrillo Coastal General Insurance Agency, LLC; and
3. Check Number 19430 for this conversion in the amount of \$180.00 (\$25.00 for Certificate of Conversion, \$125.00 for Articles of Organization, and \$30.00 for a Certified Copy), payable to the Florida Department of State.

Second Conversion: Harbor Claims, Inc.

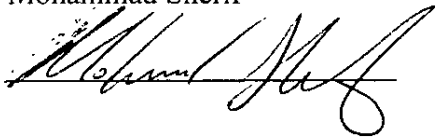
1. Certificate of Conversion for Harbor Claims, Inc.;
2. Articles of Organization for Harbor Claims, LLC; and
3. Check Number 925 for this conversion in the amount of \$180.00 (\$25.00 for Certificate of Conversion, \$125.00 for Articles of Organization, and \$30.00 for a Certified Copy), payable to the Florida Department of State.

Registration Section  
May 3, 2013  
Page 2

Please contact me at 352-258-9220 with any questions about this information. Thank you for your assistance in this matter.

Sincerely,

Mohammad Sherif



Enclosures

FILED  
2013 MAY -6 AM 8:35  
CLERK OF DISTRICT COURT  
TALLAHASSEE FLORIDA

**CERTIFICATE OF CONVERSION**  
**FOR**  
**CABRILLO COASTAL GENERAL INSURANCE AGENCY, INC.**  
**A FLORIDA CORPORATION,**  
**INTO**  
**A FLORIDA LIMITED LIABILITY COMPANY**

FILED  
2013 MAY -6 AM 8:35  
STATE  
TALLAHASSEE, FLORIDA

THIS CERTIFICATE OF CONVERSION (the "Certificate") is made this 3<sup>rd</sup> day of May, 2013, and submitted to convert the "Other Business Entity" as identified herein into a Florida limited liability company in accordance with Florida Statutes Section 608.439.

1. Name of "Other Business Entity". The name of the "Other Business Entity" immediately prior to the filing of this Certificate is "Cabrillo Coastal General Insurance Agency, Inc."
2. Organizational Information. The "Other Business Entity" is a corporation first incorporated under the laws of the State of Florida on April 13, 2010, and registered by the Florida Department of State, Division of Corporations under Document Number P10000031741.
3. Jurisdiction. The "Other Business Entity" has not changed its State or jurisdiction of incorporation since its inception.
4. Florida Limited Liability Company. The name of the Florida limited liability company into which the "Other Business Entity" will convert pursuant to this Certificate is "Cabrillo Coastal General Insurance Agency, LLC", as reflected in the Articles of Organization attached as **Exhibit A** below.
5. Conversion of Shares into Membership Interests. Each issued and outstanding share of capital stock of the Other Business Entity shall be converted into one (1) fully paid and non-assessable membership unit of Cabrillo Coastal General Insurance Agency, LLC, and each issued and outstanding fractional share of capital stock of the Other Business Entity shall be converted into an equivalent fractional membership unit of Cabrillo Coastal General Insurance Agency, LLC. Each issued and outstanding share of capital stock of the Other Business Entity immediately prior to the effectiveness of the conversion as provided in this Certificate shall be extinguished by the conversion.
6. Effectiveness. This Certificate shall be effective as of the date registered by the Florida Department of State, Division of Corporations.
7. Authorization. The conversion provided by this Certificate is permitted by the applicable law governing the Other Business Entity, and the conversion complies with such law, including without limitation Florida Statutes Section 607.1112 and Section 608.439 in effecting the conversion.

8. Active Status. The "Other Business Entity" currently exists on the official records of the Florida Department of State, Division of Corporations, and its status is active.

*[Balance of page intentionally left blank; signature blocks appear on following page.]*

FILED  
2013 MAY -6 AM 8:35  
STATE OF FLORIDA  
TALLAHASSEE, FL 32304

[Signature Page to Certificate of Conversion]

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion of Cabrillo Coastal General Insurance Agency, Inc. this 3<sup>rd</sup> day of May, 2013, and the individuals signing below affirm that the facts stated in this document are true. Any false information constitutes a third degree felony as provided in Florida Statutes Section 817.155.

OTHER BUSINESS ENTITY:

**Cabrillo Coastal General Insurance Agency, Inc.**

By: Michael L. McNitt  
Michael L. McNitt

As Its: President

FLORIDA LIMITED LIABILITY COMPANY:

**Cabrillo Coastal General Insurance Agency, LLC**

By: Michael L. McNitt  
Michael L. McNitt

As Its: Manager

FILED  
2013 MAY -6 AM 8:35  
TALLAHASSEE, FLORIDA

**EXHIBIT A**  
**Articles of Organization**

See attached document.

FILED

2013 MAY -6 AM 8:35

SECRET  
MILANASSETT  
MILANASSETT

**ARTICLES OF ORGANIZATION**  
**OF**  
**CABRILLO COASTAL GENERAL INSURANCE AGENCY, LLC**  
**A Florida Limited Liability Company**

FILED  
2013 MAY -6 AM 8:35  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

1. Name. The name of the limited liability company shall be "Cabrillo Coastal General Insurance Agency, LLC" (the "Company").

2. Mailing Address and Street Address. The Company's mailing address and street address in the State of Florida is as follows:

301 N.W. 138<sup>th</sup> Terrace  
Jonesville, FL 32669

3. Registered Address and Agent. The address of the Company's registered office in the State of Florida is as follows:

301 N.W. 138<sup>th</sup> Terrace  
Jonesville, FL 32669

The name of the Company's registered agent at the foregoing address is Mohammad S. Sherif.

4. Management. The Company shall be a manager-managed limited liability company; provided that, however, through an amendment to these Articles of Organization, or through the Company's Operating Agreement, the Members of the Company may elect to convert the Company to a member-managed limited liability company.

The initial Manager of the Company shall be Michael L. McNitt, who also shall have the title of President of the Company.

5. Membership Interests. The authorized capital of the Company shall consist of a single class of membership interests. Through an amendment to these Articles of Organization, or through the Company's Operating Agreement, the Members of the Company may provide for the future creation of new or additional classes of membership interests having such relative rights, powers, and duties as the Members may determine, including, without limitation, rights, powers, and duties senior to the initial class or then existing classes of membership interests.



6. Operating Agreement. The Members may execute and deliver an Operating Agreement for the Company after the registration of these Articles of Organization in accordance herewith and the Florida Limited Liability Company Act.

7. Duration. The Company shall not have a specific effective date of dissolution and shall be perpetual in accordance with the terms and conditions of the Company's Operating Agreement.

8. Effectiveness. These Articles of Organization shall be effective as of the date registered by the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of Cabrillo Coastal General Insurance Agency, LLC this 3<sup>rd</sup> day of May, 2013.

By: Michael L. McNitt  
Print: Michael L. McNitt  
Authorized Signatory

#### ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Cabrillo Coastal General Insurance Agency, LLC at the place designated in Section III of the foregoing Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and is familiar with and accepts the obligations of such position as registered agent as provided for in Chapter 608, F.S.

By: Mohammad S. Sherif  
Mohammad S. Sherif  
Registered Agent

Dated: 5/3/2013

FILED  
2013 MAY -6 AM 8:35  
FLORIDA  
DIVISION OF CORPORATIONS