

L130000072821

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

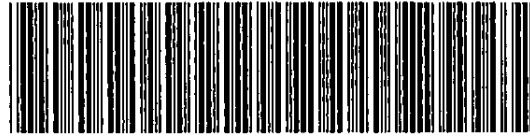
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FILED

May 03, 2013 08:00 AM

Secretary of State

J. SAULSBERRY
EXAMINER

MAY 17 2013

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Greenfield Children's Partnership
Name of Florida Partnership

The enclosed Certificate of Conversion and fee(s) are submitted for filing.

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, Florida 33432-4809

City, State and Zip Code

blder34@hotmail.com

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

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:

☒ \$25.00 Filing Fee

☐ \$33.75 Filing Fee
and Certificate of
Status

☐ \$77.50 Filing Fee
and Certified Copy

☐ \$86.25 Filing Fee,
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

FILED
May 03, 2013 08:00 AM
Secretary of State

Certificate of Conversion
For
Florida Partnership
Into
"Other Organization"

This Certificate of Conversion is submitted to convert the following **Florida Partnership** into an **"Other Organization"** in accordance with s. 620.8914, Florida Statutes.

1. The name of the Florida Partnership converting into the "Other Organization" is:

Greenfield Children's Partnership

Enter Name of Florida Partnership

2. The name of the "Other Organization" is:

Greenfield Children, LLC

Enter Name of "Other Organization"

GP09000001200
8-31-09

3. The "Other Organization" is a limited liability company

(Enter entity type. Example: corporation, limited liability company, limited partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Partnership has converted into an "Other Organization" in compliance with Chapter 620, F.S., and the conversion complies with the applicable laws governing the "Other Organization."

5. The plan of conversion was approved by the converting Florida Partnership in accordance with Chapter 620, F.S., and as required by the governing law of the "Other Organization."

6. This conversion was effective under the laws governing the "Other Organization"

on: _____.

7. If the "Other Organization" is an out-of-state organization not registered to transact business in Florida, the "Other Organization" lists the following street and mailing address of an office the Florida Department of State may use for purposes of s.620.8915(3), F.S.:

Street Address: _____

Mailing Address: _____

Signed this 30 day of April, 2013

Signature of a General Partner or Authorized Person:

Jana A. Greenfield

Fees:	Filing Fee:	\$25.00
	Certified Copy:	\$52.50 (Optional)
	Certificate of Status:	\$8.75 (Optional)

PLAN OF CONVERSION
to Convert Greenfield Children's Partnership, a Florida Partnership
to Greenfield Children, LLC,
a Florida Limited Liability Company

The undersigned Partners of Greenfield Children's Partnership, a Florida Partnership, and undersigned Members of Greenfield Children, LLC, a Florida Limited Liability Company, do hereby agree to and consent to this Plan of Conversion as set forth below.

1. The name and form of the organization before conversion is Greenfield Children's Partnership, a partnership organized under the laws of Florida.
2. The name and form of the organization after conversion is Greenfield Children, LLC, a limited liability company organized under the laws of Florida.
3. The terms and conditions of the conversion are as follows: Upon conversion, the 2013 Greenfield Children's Irrevocable Trust Agreement dated April 19, 2013 which created five subtrusts, one for each of the Greenfield children, Michelle Greenfield, Asher Greenfield, Talia Greenfield, Ian Greenfield and Amanda Greenfield, shall each receive a 20% membership interest in Greenfield Children, LLC for its partnership interests in Greenfield Children's Partnership.
4. The organizational documents, including the Articles of Organization of Greenfield Children, LLC, are attached hereto and incorporated herein by reference.
5. The undersigned Partners and Members hereby authorize Jana Greenfield to execute and file any and all documents required by the Florida Department of State to effectuate this conversion.

This Plan of Conversion is effective this 30 day of April, 2013 and is hereby agreed to and signed by the Partners of Greenfield Children's Partnership and the Members of Greenfield Children, LLC.

GREENFIELD CHILDREN'S PARTNERSHIP

Trust FBO Michelle Greenfield under the 2013 Greenfield Children's Irrevocable Trust Agreement dated April 19, 2013

Jana A. Greenfield
Jana Greenfield, Trustee

Michelle Greenfield
Michelle Greenfield, Trustee

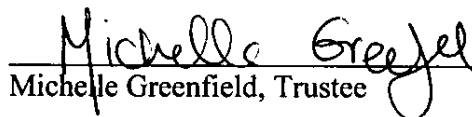
**Trust FBO Asher Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee


Michelle Greenfield, Trustee

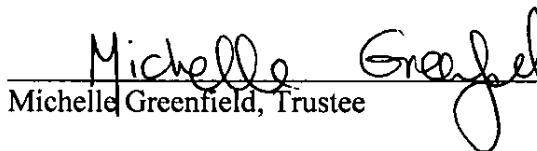
**Trust FBO Talia Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee



Michelle Greenfield, Trustee

**Trust FBO Ian Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee


Michelle Greenfield, Trustee

**Trust FBO Amanda Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee


Michelle Greenfield, Trustee

GREENFIELD CHILDREN, LLC

**Trust FBO Michelle Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**

Jana A. Greenfield
Jana Greenfield, Trustee

Michelle Greenfield
Michelle Greenfield, Trustee

**Trust FBO Asher Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**

Jana A. Greenfield
Jana Greenfield, Trustee

Michelle Greenfield
Michelle Greenfield, Trustee

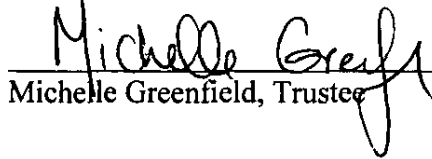
**Trust FBO Talia Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**

Jana A. Greenfield
Jana Greenfield, Trustee

Michelle Greenfield
Michelle Greenfield, Trustee

**Trust FBO Ian Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee


Michelle Greenfield, Trustee

**Trust FBO Amanda Greenfield under the 2013 Greenfield Children's
Irrevocable Trust Agreement dated April 19, 2013**


Jana Greenfield, Trustee


Michelle Greenfield, Trustee

(850) 245-6051.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Greenfield Children, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ilana Brunelle

Name of Person

Redgrave & Rosenthal LLP

Firm/Company

120 East Palmetto Park Road, Suite 400

Address

Boca Raton, Florida 33432-4809

City/State and Zip Code

blder34@hotmail.com

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

For further information concerning this matter, please call:

Jennifer E. Zakin, Esq. at **561** **347-1700**

Name of Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|---|---|---|

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

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

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Greenfield Children, LLC

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

ARTICLE II - Address:

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

Principal Office Address:

7572 Bella Verde Way

Delray Beach, Florida 33446

Mailing Address:

7572 Bella Verde Way

Delray Beach, Florida 33446

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:

Jana Greenfield

Name

7572 Bella Verde Way

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

Delray Beach, FL 33446

City, State, and Zip

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..

Jana A. Greenfield

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

Jana Greenfield

7572 Bella Verde Way

Delray Beach, Florida 33446

MGR

Michelle Greenfield

612 West Olive Street

Fort Collins, Colorado 80521

(Use attachment if necessary)

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

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.)

Jana Greenfield

Typed or printed name of signee

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)