

L13000078631

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

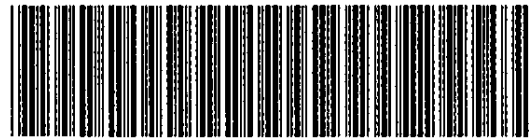
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Certified Copies _____ Certificates of Status _____

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MAY 30 2013

J. SAULSBERRY
EXAMINER
MAY 30 2013

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Collins Properties of PCB, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Edward A. Hutchison, Jr., Esq.

(Contact Person)

Burke Blue

(Firm/Company)

221 McKenzie Avenue

(Address)

Panama City, Florida 32401

(City, State and Zip Code)

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

For further information concerning this matter, please call:

Edward A. Hutchison, Jr., Esq.

at (850) 769-1414

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization) | <input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status | <input type="checkbox"/> \$180.00 Filing Fees and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees, 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

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TALLAHASSEE, FL
CLERK OF THE COURT

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Marion M. Collins Limited Partnership, a Florida Limited Partnership
(Enter Name of Other Business Entity)

A05000001993
10-31-05

2. The "Other Business Entity" is a Limited Partnership
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 10/31/2005
(Enter date "Other Business Entity" was first organized, formed or incorporated)

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CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Collins Properties of PCB, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 17th day of April 2013.

Signature of Member or Authorized Representative of Limited Liability Company:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: Claudia C. Shumaker
Printed Name: Claudia C. Shumaker Title: Member

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: Marion M. Collins
Printed Name: Marion M. Collins, Trustee of the Marion M. Collins Rev. Trust Title: President of Colinwood Properties, Inc., General Partner

Signature: Marion M. Collins
Printed Name: Marion M. Collins, Trustee of the Marion M. Collins Rev. Trust Title: Trustee/Limited Partner

Signature: Claudia C. Shumaker
Printed Name: Claudia C. Shumaker Title: Limited Partner

Signature: Carol J. Collins
Printed Name: Carol J. Collins Title: Limited Partner

Signature: _____
Printed Name: Charla C. Rizzuto Title: Limited Partner

Signature: Charla C. Rizzuto
Printed Name: Charla C. Rizzuto Title: Limited Partner

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

| | |
|--|--------------------|
| Certificate of Conversion: | \$25.00 |
| Fees for Florida Articles of Organization: | \$125.00 |
| Certified Copy: | \$30.00 (Optional) |
| Certificate of Status: | \$5.00 (Optional) |

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the company the cash or property set forth in the Operating Agreement of the members.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company and Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approves of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, insanity, retirement, resignation, expulsion or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX - MANAGEMENT

The Company shall be manager managed in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not

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inconsistent with law or these articles of organization. The initial manager of the Company shall be Collinwood Properties, Inc. The names and addresses of the members of the Company are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--|--|
| Collinwood Properties, Inc., a Florida Corporation. | 4600 Magnolia Beach Road Panama City Beach, Florida 32408 |
| Marion M. Collins, Trustee of the Marion M. Collins Revocable Trust | 4527 Magnolia Beach Road Panama City Beach, Florida 32408 |
| Claudia C. Shumaker | 3112 Country Club Drive Lynn Haven, FL 32444 |
| Carol J. Collins | 8733 N. Lagoon Drive Panama City Beach, Florida 32408 |
| Charla C. Rizzuto | 8414 Elizabeth Avenue Panama City Beach, FL 32408 |

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IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization at Panama City, Florida, on this 17th day of April, 2013.

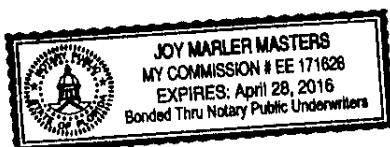
Claudia C. Shumaker
Claudia C. Shumaker

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 17th day of April, 2013, by Claudia C. Shumaker who: (notary **must** check applicable box)

- ☒ is personally known to me.
☐ produced a current _____ driver's license as identification.
☐ produced _____ as identification.

(SEAL)



Joy Marler Masters
Notary Public
(Print Name)

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Collins Properties of PCB, LLC, as registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 or her duties, and is familiar with and accepts the obligations of the positions of registered agent.



Name: Edward A. Hutchison, Jr., Esq.
Registered Agent
Address: 221 McKenzie Ave
Panama City, FL 32401

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