

# L13000112666

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

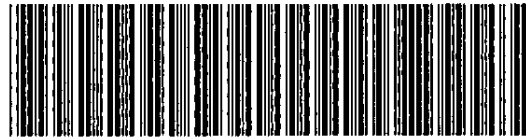
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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

Law Offices

**Michael J. Freeman, P.A.**  
**153 Sevilla Avenue**  
**Coral Gables, Florida 33134-6006**  
**Email: [mfreeman@freemanmiami.com](mailto:mfreeman@freemanmiami.com)**

Reply to:  
P.O. Box 140668  
Coral Gables, Florida 33114-0668

Tel: (305) 442-1567  
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August 7, 2013

FEDERAL EXPRESS: 7964 0199 2855

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

RE: Filing Certificate of Conversion for Other Business Entity  
into Florida Limited Liability Company

Gentlemen:

Enclosed please find the following original documents for filing:

1. Certificate of Conversion for Phoenix Rose Development LLC, a Minnesota limited liability company with the Certificate of Existence
2. Articles of Organization of Phoenix Rose Development LLC


I have enclosed my office check number 19707 in the amount of \$180.00 made payable to the Florida Secretary of State representing the filing fee and certified copy fee.

Please return the documents to me in the enclosed prepaid federal express envelope.

If you have any questions regarding these documents, please contact me.

Thank you.

Very truly yours,

  
Michael J. Freeman  
MJF/amb

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: Phoenix Rose Development LLC

2. The "Other Business Entity" is a Limited Liability Company first organized, formed or incorporated under the laws of Minnesota on January 22, 2013

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:

Phoenix Rose Development LLC

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_

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 5<sup>th</sup> day of August, 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: Brent J. Crego

Printed Name: Brent J. Crego

Title: Manager

**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.

Signature:   
Printed Name: Brent J. Crego

Title: Manager

**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)

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I – Name:**

The name of the Limited Liability Company is:

**Phoenix Rose Development LLC**

**ARTICLE II – Address:**

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

**Principal Office Address:** 153 Sevilla Avenue  
Coral Gables, FL 33134

**Mailing Address:** P.O. Box 140668  
Coral Gables, FL 33114

**ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:**


The name and the Florida street address of the registered agent are:

M.J. F. Registered Agent Corp.  
Name

153 Sevilla Avenue  
Florida Street Address (No P.O. Box)

Coral Gables, FL 33134  
City, State, and Zipcode

*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.*

  
\_\_\_\_\_  
Registered Agent's Signature  
(Michael J. Freeman, President)

**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:**

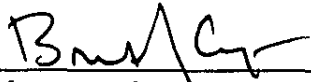
MGR

Brent J. Crego  
P.O. Box 140668  
Coral Gables, FL 33114-0668

MGR

Frank L. Holder  
P.O. Box 140668  
Coral Gables, FL 33114-0668

**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.)

Brent J. Crego, Manager

Type or print name of signee

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