

L13000152747

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

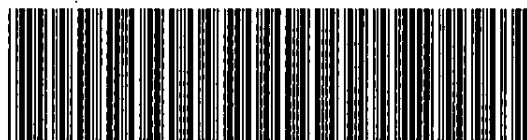
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100252726581

10/24/13--01019--026 **150.00

FILED

13 OCT 24 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 30 2013

T. BROWN

St. John Properties LLC

P.O. Box 015344
Miami, Florida 33101-5344

October 14, 2013

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

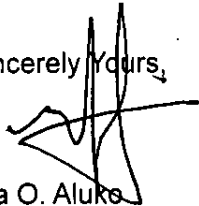
Re: Certificate of Conversion – St. John Properties Corporation to St. John Properties LLC

Dear Sir/Madam:

Enclosed is the Certificate for Conversion to convert corporation "St. John Properties Corporation" to limited liability company "St. John Properties LLC". Please accept these documents as the filing required for the conversion of a Florida corporation into an "Other Business Entity" in accordance with s. 607.1113. Also enclosed is a check in the amount of \$150.00 (\$25 for Certificate of Conversion and \$125 for articles of organization).

Contact me at the address above if you need additional information or assistance.

Sincerely Yours,



Ola O. Aluko

enclosures:

- (1) certificate of conversion
- (2) articles of organization
- (3) check in the amount of \$150.00

Certificate of Conversion

For

Florida Corporation into Limited Liability Company

FILED
13 OCT 24 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted pursuant to Section 607.1113 Florida Statutes to convert a corporation organized under Chapter 607 Florida Statutes into a limited liability company organized under Chapter 608, Florida Statutes.

1. The name of the Florida corporation is **St John Properties Corporation**. It is being converted into a limited liability company named **St John Properties LLC** by means of Articles of Organization that have been filed with the Florida Department of State in accordance with Chapter 608.439 Florida Statutes.
2. St. John Properties Corporation. was incorporated in the State of Florida prior to the year 1952 under the name Rey Dun, Inc. Rey Dun, Inc. amended the articles of incorporation on May 1, 2000 so as to change its name to St. John Properties Corporation. 10/15
3. The above referenced Florida corporation has converted into a limited liability company in compliance with Chapter 607, Florida Statutes, and the conversion complies with the applicable laws governing limited liability companies under Chapter 608, Florida Statutes.
4. St. John Properties Corporation has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under 607.1301, 607.1333, Florida Statutes.
5. The plan of conversion was approved by the converting Florida corporation in accordance with Chapter 607, Florida Statutes.
6. The principal office of the LLC is:

St. John Properties LLC
1324 NW 3rd Ave.
Miami, Florida 33136
7. This conversion is effective on the date of filing as allowed in Section 607.1113(1)(c), Florida Statutes.

Signed this 18TH day of OCTOBER 2013.

St. John Community Development Corporation, Inc.
the sole member of St John Properties LLC

By: [Signature]
Ola O. Aluko, President

ARTICLES OF ORGANIZATION
OF
St. John Properties LLC

ARTICLE I - Company Name: The name of the Company is: St. John Properties LLC.

ARTICLE II - Mailing Address: The mailing address of this Company is:

St. John Properties LLC
P.O. Box 015344
Miami, Florida 33101-5344

ARTICLE III - Street Address: The street address of the principal office of the Company is:

St. John Properties LLC
1324 NW 3rd Ave.
Miami, Florida 33136

ARTICLE IV - Registered Agent: The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

John M. Little
c/o Legal Services of Greater Miami
3000 Biscayne Blvd, Suite 500
Miami, Florida 33137

ARTICLE V - Membership: The Company shall have a single member, The sole member of the Company is St. John Community Development Corporation, Inc. These Articles of Organization may be amended only by Articles of Amendment that have been properly executed by the St. John Community Development Corporation, Inc.

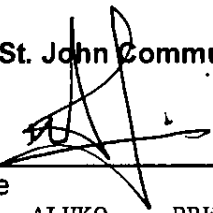
ARTICLE VI - Management: The Company shall be managed by its sole member.

ARTICLE VI - No Personal Liability: The sole member of the Company shall not be personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official or authorized capacity.

ARTICLE VII - Continuation of Business: Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 18th day of OCTOBER, 2013.

MEMBER: St. John Community Development Corporation, Inc.

By: 
signature
OLA O. ALUKO - PRESIDENT/CEO
print name and title

Date: 10/18/13

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS
WITHIN THIS STATE MAY BE SERVED**

The following is submitted pursuant to Section 608.415 of the Florida Statutes:

Having been appointed registered agent of St. John Properties LLC in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.



John M. Little

Date: 10/18/13