

L13000155371

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

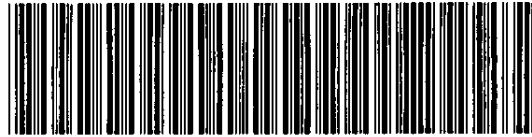
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200286644212

06/10/16--01001--005 **25.00

FILED
2016 JUN -9 PM 4:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
DEPARTMENT OF SAH
16 JUN -9 PM 2:59

M. MILLIGAN
EXAMINER

JUN 10 2016

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RESIDDS, LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Melissa

Contact Person

Incorporating Services, Ltd.

Firm/Company

Address

Tallahassee, FL 32301

City, State and Zip Code

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

For further information concerning this matter, please call:

Melissa

at (_____) 656-7956

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 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

CR2E106 (07/14)

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RESIDDS, LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Melissa

Contact Person

Incorporating Services, Ltd.

Firm/Company

Address

Tallahassee, FL 32301

City, State and Zip Code

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

For further information concerning this matter, please call:

Melissa

at (_____) 656-7956

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 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

CR2E106 (07/14)



June 7, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RESIDDS, LLC
701 WEST CYPRESS CREEK DR.
SUITE 300
FORT LAUDERDALE, FL 33309

SUBJECT: RESIDDS, LLC
REF: L13000155371

*please honor
the original date
submitting date
as the file date.
Thank you!!*

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A Certificate of Conversion cannot be filed electronically. You must submit the certificate of conversion and the articles by mail.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Shelia H Young
Regulatory Specialist II

FAX Aud. #: H16000138327
Letter Number: 116A00011921

**Articles of Conversion
For
Florida Limited Liability Company
Into a
Delaware Corporation**

This Articles of Conversion is submitted to convert the following **Florida Limited Liability Company into an "Other Business Entity"** in accordance with s. 605.1045 of the Florida Revised Limited Liability Act. (the "Act").

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

ResiDDS, LLC

A copy of the Articles of Organization for ResiDDS, LLC is attached hereto as Exhibit A.

2. The name of the "Other Business Entity" is:
ResiDDS, Inc.
3. The "Other Business Entity" is a Delaware Corporation
4. The above referenced Florida Limited Liability Company has been converted pursuant to Section 605.1045 of the Act and the conversion complies with all applicable requirements under Section 265 of the Delaware General Corporation Law
5. The Plan of Conversion was approved by the converting Florida Limited Liability Company in accordance with the requirements of Section 605.1041-1046 of the Act.
6. This conversion was effective under the laws of the State of Delaware governing the "Other Business Entity" on: May 25 2016

FILED
2016 JUN -9 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8. This conversion shall be effective in Florida on: **May 25, 2016**
9. The principal office address of the **Other Business Entity** under the laws of the State of Delaware in which such **Other Business Entity** was organized is as follows:
- 6301 NW 5th Way, Suite 4200
Fort. Lauderdale, FL 33309
10. If the "**Other Business Entity**" is an out-of-state entity not registered to transact business in Florida, the "**Other Business Entity**":
- a.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida limited liability company, including any appraisal rights of its members under Sections 605.1006 and 605.1061-1072 of the Act
- b.) Lists the following street and mailing address of an office the Florida Department of State may use for purposes of Florida Statute Article 48.062
- ResiDDS, Inc.
6301 NW 5th Way, Suite 4200
Fort Lauderdale, FL 33309
11. The "**Other Business Entity**" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Florida Statute Sections 605.1041-1046 of the Act.

FILED
2016 JUN -9 PM 4:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned has caused this Articles of Conversion to
be executed as of May 25, 2016.

RestDDS, LLC

By: /s/ Michael Hartman

Name: Michael Hartman

Title: Manager

Page 2 of 2

FILED
2016 JUN -9 PM 4:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EXHIBIT A
ARTICLES OF ORGANIZATION OF
RESIDDS LLC

**ARTICLES OF ORGANIZATION
OF
RESIDDS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I
NAME**

The name of the limited liability company is ResiDDS, LLC (the "Company").

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 3325 South University Drive, Suite 200, Fort Lauderdale, Florida 33328.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is Torres Law, P.A., 3325 South University Drive, Suite 200, Fort Lauderdale, Florida 33328.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

**ARTICLE V
PROFITS AND LOSSES**

Profits and losses shall be allocated to the members, as provided in the Operating Agreement, duly adopted and as amended from time to time by the members.

**ARTICLE VI
RESTRICTIONS ON MEMBERSHIP**

No additional members shall be admitted to the Company except upon such terms and conditions as set forth in the Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the Company. A member may transfer his, her

FILED
2013 NOV - 4 PM 5:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

or its interest in the Company, as set forth in the Operating Agreement, 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 the proposed transfer is approved in accordance with the requirements set forth in the Operating Agreement.

ARTICLE VII MANAGEMENT; INITIAL MANAGING MEMBER

The Company shall be a member-managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and operations of the Company, not inconsistent with Florida law or the Articles. The initial Managing Member of the Company shall be ResiDDS Holdings, Inc., 3325 South University Drive, Suite 200, Fort Lauderdale, Florida 33328.

ARTICLE VIII AMENDMENT

The Articles may be amended only in accordance with the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 4th day of November, 2013.

By: /s/ Michael R. Hartman Jr.
Name: Michael R. Hartman Jr.
Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, Torres Law, P.A. (Document No. P05000012792) having been named the Registered Agent of ResiDDS, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 608.415.

TORRES LAW, P.A.

November 4, 2013

By: 

Osvaldo F. Torres,
Registered Agent

FILED
2013 NOV - 4 PM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA