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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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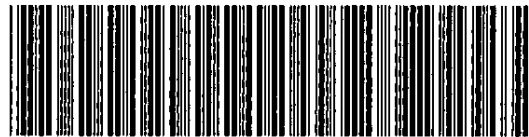
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: North Florida Pools, 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:

Kimberly L. Quintal

(Contact Person)

North Florida Pools, LLC

(Firm/Company)

2375 Saint Johns Bluff Road South, Suite 107

(Address)

Jacksonville, FL 32246

(City, State and Zip Code)

bluehavenkq@bellsouth.net

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

For further information concerning this matter, please call:

Kimberly L. Quintal at (904) 620-0090

(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

LAW OFFICES

PURCELL, FLANAGAN, HAY & GREENE, P.A.

1548 LANCASTER TERRACE
JACKSONVILLE, FL 32204

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JOHN I. FISHBURNE, III*
ROBERT H. TRUDEAU*
BRIAN J. HERSHORIN*

LINDSAY A. COLE
KYLE M. JOHNSON*
JOSEPH D. PICKLES
THOMAS D. POINTNER
LINDA R. WICKER

* LL.M. IN TAXATION

November 22, 2013

THOMAS K. PURCELL
(1947 - 2004)

CLARENCE F. FRAZIER
OF COUNSEL

TELEPHONE (904) 355-0355
FACSIMILE (904) 355-0820
WEBSITE: WWW.JAXTAXLAW.COM
OR WWW.PFHGLAW.COM

EMAIL
RTRUDEAU@JAXTAXLAW.COM
FLORIDA BAR BOARD CERTIFIED TAX LAWYER

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

Re: North Florida Pools, LLC


Dear Sir and/or Madam:

In connection with the referenced entity, enclosed please find the following documents, together with our firm's check in the amount of \$150 which represents the \$25 conversion fee and \$125 filing fee for filing the Articles of Organization of North Florida Pools, LLC:

1. Registration Section Cover Letter;
2. Certificate of Conversion for "Other Business Entity" Into Florida Limited Liability Company;
3. Articles of Organization of North Florida Pools, LLC; and
4. Certificate of Designation of Registered Agent/Registered Office.

Please contact me if you have any questions concerning the enclosed. Thank you for your assistance in this matter.

Sincerely,


Betty Benton
Secretary to Robert H. Trudeau

RHT/bb
Enclosures

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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:

North Florida Pools, Inc. P03-114030
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(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 October 14, 2003
(Enter date "Other Business Entity" was first organized, formed or incorporated)

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:

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

North Florida Pools, LLC
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: January 1, 2014
(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 15 day of November 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: Kimberly L. Quintal
Printed Name: Kimberly L. Quintal 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: Kenneth M. Quintal
Printed Name: Kenneth M. Quintal Title: Director/President

Signature: Kimberly L. Quintal
Printed Name: Kimberly L. Quintal Title: Director/Secretary/Treasurer

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

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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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
NORTH FLORIDA POOLS, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, adopts the following Articles of Organization:

**Article I
Name**

The name of this limited liability company shall be: NORTH FLORIDA POOLS, LLC

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this limited liability company shall be:

2375 Saint Johns Bluff Road South, Suite 107
Jacksonville, Florida 32246

**Article III
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this limited liability company are:

Robert H. Trudeau
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204

**Article IV
Effective Date; Duration**

4.1. Effective Date. The existence of this limited liability company shall commence on January 1, 2014.

4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

Robert H. Trudeau, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
(904) 355-0355
Fla. Bar No.: 0889091

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Article V
Purposes

This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

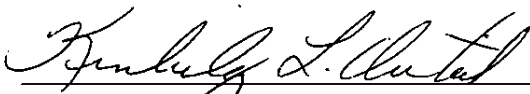
Article VI
Operating Agreement

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

Article VII
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization the 15 day of November, 2013.


KIMBERLY L. QUINTAL, Member

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: NORTH FLORIDA POOLS, LLC.
2. The name and the Florida street address of the registered agent are:

Robert H. Trudeau, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204

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, Florida Statutes.


ROBERT H. TRUDEAU, Registered
Agent

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TALLAHASSEE, FLORIDA

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