

L14000003764

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

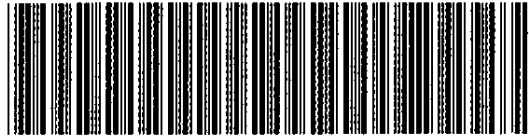
(Document Number)

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

Special Instructions to Filing Officer:

W14-95

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12/31/13--01028--002 \*\*150.00

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2013 DEC 31 PM 2:41  
TALLAHASSEE  
SOUTH FLORIDA  
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FILED  
2013 DEC 31 AM 10:58  
CLERK OF DISTRICT  
TALLAHASSEE FLORIDA

EFFECTIVE DATE 01/04/14

JAN 08 2014  
D. BRUCE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 2, 2014

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: BUSHDOGS, LLC  
Ref. Number: W14000000095

We have received your document for BUSHDOGS, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that Limited Liability Company forms received prior to January 2014 must be submitted in accordance with Chapter 608, Florida Statutes. If you wish to file pursuant to Chapter 605, please resubmit your document after January 1, 2014. Otherwise, revise your document accordingly.

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.

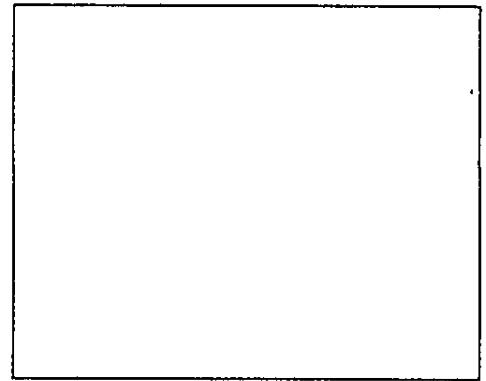
Deborah Bruce  
Regulatory Specialist II

Letter Number: 014A00000022

RESUBMIT w/ CORRECTIONS  
PLEASE RETAIN  
ORIGINAL SUBMISSION  
DATE 12/31/13

RECEIVED  
2014 JAN -3 PM 4:35  
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2014 JAN -7 AM 11:24  
AM 10:58  
14 JAN -7 AM 11:24

FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)364-8000



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WALK-IN

ENTITY NAME:

BUSHDOGS, LLC

CK# 6281 FOR \$150.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

\_\_\_ CERTIFIED COPY

XXX STAMPED COPY

\_\_\_ CERTIFICATE OF STATUS

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STATE OF FLORIDA  
TALLAHASSEE F10904

Examiner's Initials

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:

Bushdogs Inc

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation P13000018702  
(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 02/26/2013

(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:

Bushdogs, 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.

EFFECTIVE DATE 01/01/14

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DEPARTMENT OF STATE  
HALL OF RECORDS

Signed this 30th day of December 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 §.817.155, F.S.

Signature of Member or Authorized Representative: Diana Serra  
Printed Name: Joanna Bushwaller Title: President

BY: Diana Serra, as attorney-in-fact

**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 §.817.155, F.S. [See below for required signature(s).]

Signature: Diana Serra  
Printed Name: Joanna Bushwaller Title: Manager

Signature: By: Diana Serra, as attorney-in-fact  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

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

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Bushdogs, LLC

### Article II. Address

The street address of the Company's initial principal office is:  
Bushdogs, LLC  
1229 NW Fork Rd.  
Stuart FL 34994

The mailing address of the Company's initial principal office is:  
Bushdogs, LLC  
1229 NW Fork Rd.  
Stuart FL 34994

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Mark Brechbill  
215 SW Federal Hwy Ste 200  
Stuart FL 34994

### Article IV. Classes of Membership

The Company's Operating Agreement provides for a number of classes of membership that bestow specific rights and obligations on the members of each class, depending on the member's participation in that class. These rights and obligations are unique to each class and may include the right to become a member; vote; receive guaranteed payments or preferential distributions, either upon liquidation or prior to liquidation; the ability to collateralize their membership interest; as well as any obligation to provide additional capital, or guarantee debt. The Operating Agreement may also place restrictions on the ability to control or influence the management of the Company, the timing and payment of distributions, the allocation of profits, losses, and ownership, the transferability of a member's membership interest, including the right to vote that interest, and the liquidation or dissolution of the Company.

Mark Brechbill Certified Public Accountants  
215 SW Federal Hwy Ste 200  
Stuart FL 34994  
772-220-3380 x 100

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TALLAHASSEE, FLORIDA

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#### Article V. Transferability of Membership Interests

Except as otherwise provided in the Operating Agreement, no member may transfer all or any part of his or her interest to any person, whether voluntarily, involuntarily or by operation of law, without the prior written consent of all of the members, which consent may be withheld in the sole and absolute discretion of the members. Transfer includes the sale, exchange, pledge, encumbrance or other transfer or disposition by a member of any part of his or her interest, whether for valuable consideration or as a gift.

Furthermore, in no event shall any transferee or assignee of an interest have any right to be admitted to the Company as a member, whether or not the transfer was approved by the prior written consent of all of the members. If a transfer of a member's interest is approved by the prior written consent of the members, but the transferee is not admitted to the Company as a member, then the transferee shall have no right to become a member, to participate in the management of the Company, or to exercise any of the rights or powers of a member. The transferee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the transferor was entitled, to the extent assigned, pursuant to the rights and obligations of that class of membership interest as delineated in the Company's Operating Agreement.

#### Article VI. Distributions

Unless otherwise provided in the Company's Operating Agreement, distributions upon liquidation, or prior to liquidation, guaranteed payments for services or guaranteed payments for the use of capital, and any other return of capital, preferential or otherwise, is at the sole and absolute discretion of the Manager, who is not required to be a member, and whose election, appointment, or removal may be restricted by the Operating Agreement, or may require the written consent of all voting members, or of the Manager.

#### Article VII. Management

The Company will be Manager managed, and the Manager may, but does not have to be a member. The name and address of the Manager is:

Joanna Bushwaller  
1229 NW Fork Rd.  
Stuart FL 34994

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Mark Brechbill Certified Public Accountants  
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Article VIII. Company Existence

The Company's existence shall begin effective as of January 1, 2014.

The undersigned authorized representative of a member executed these Articles of Organization on 12/30/2013.



JOANNA BUSHWALLER

By: Diana Serra, as Attorney-in-Fact

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Mark Brechbill Certified Public Accountants  
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Stuart FL 34994  
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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Bushdogs, LLC

### REGISTERED AGENT/OFFICE:

Mark Brechbill

215 SW Federal Hwy Ste 200

Stuart FL 34994

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MARK BRECHBILL

by Diana Serra as attorney-in-fact

Date: January 1, 2014.

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TALLAHASSEE FLORIDA

Mark Brechbill Certified Public Accountants  
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Stuart FL 34994  
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