# 114000022287

(Requestor's Name)		
(Address)		
(Address)		
(r. tad. 1835)		
(City/State/Zip/Phone #)		
PICK-UP WAIT MAIL		
(Business Entity Name)		
(Document Number)		
(2000		
Contilination of Chapter		
Certified Copies Certificates of Status		
Special Instructions to Filing Officer:		

Office Use Only



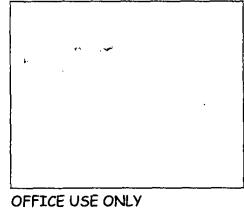
900256339849

02/07/14--01005--018 \*\*150.00

DEPARTMENT OF SIME

4-300vers FEB 1 0 2014

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



WALK-IN

**ENTITY NAME:** 

INTERCOASTAL RISK MANAGEMENT, LLC

CK# 6336 FOR \$150.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

CERTIFIED COPY

XXX STAMPED COPY

CERTIFICATE OF STATUS

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.605.1045, Florida Statutes.

· (Enter Name	of Other Business Entity)
2. The "Other Business Entity" is a COI	rporation
(Enter e	entity type. Example: corporation, limited partnership, cral partnership, common law or business trust, etc.)
First organized, formed or incorporated ur	nder the laws of Florida
on 10/23/2012	(Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporati	on)
3. The name of the Florida Limited Liabil	lity Company as set forth in the attached Articles of Organization:
Intercoastal Risk Manage	ement LLC
(Enter Name of Flori	da Limited Liability Company)
	ter the effective date: to date of receipt or filed date nor more than 90 days after the a Department of State; AND 2) must be the same as the effective
date listed in the attached Articles of O	rganization, if an effective date is listed therein.)
5. The plan of conversion has been approv	ved in accordance with ss. 605.1041-605.1046.

Page 1 of 2

•			
Signed this 6th day of February	_ 20_14		
Signature of Authorized Representative of Limited Liability Company:			
	10		
Signature of Authorized Representative:			
Printed Name: Richard Martiniuk  By: Julianna Needham, as Atterney-i	Title: Manager		
Signature(s) on-behalf of Other Business Entity:	See below for required signature(s).		
Signature: Cludles			
Printed Name: Aichard Marliniuk	Title: Manager		
By: Julianna Needham, as Attorney-i	n-Fact		
Signature: Printed Name:	Title		
Timed Name.			
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.			
ICEL vide Kimited Deutscarbin on Limited Linking	n. I imited Boutsonhim		
If Florida Limited Partnership or Limited Liability Limited Partnership:			
Signatures of ALL General Partners.			
All others:			
Signature of an authorized person.			
Signature of an authorized person.			
Fees:			
Articles of Conversion:	\$25.00		
Fees for Florida Articles of Organization:	\$125.00 \$30.00 (Optional)		
Certified Copy: Certificate of Status:	\$5.00 (Optional)		
Certificate of Status:	#3.00 (Optional)		

Page 2 of 2

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is: Intercoastal Risk Management LLC

### Article II. Address

The street address of the Company's initial principal office is: Intercoastal Risk Management LLC 2334 NE Dixie Hwy Jensen Beach FL 34957

The mailing address of the Company's initial principal office is: Intercoastal Risk Management LLC PO BOX 1074 Palm City FL 34991

# 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.

# 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:

Richard Martiniuk 2334 NE Dixie Hwy Jensen Beach FL 34957

# Article VIII. Company Existence

The Company's existence shall begin effective as of October 23, 2012.

The undersigned authorized representative of a member executed these Articles of Organization on 2/6/2014.

CORPORATE CREATIONS INTERNATIONAL INC.

Diana Serra Vice President By: Julianna Needham, as Attorney-in-Fact

# STATEMENT OF REGISTERED AGENT

**LIMITED LIABILITY COMPANY:** 

Intercoastal Risk Management 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: Julianna Needham, as Attorney-in-Fact

Date: October 23, 2012.