

L14000084486

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

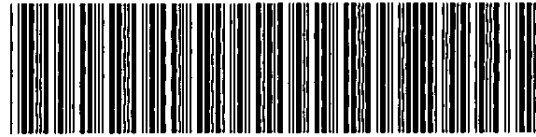
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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**CORPORATE
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- ☐ **CERTIFIED COPY** _____
- xx** **PHOTOCOPY** _____
- ☐ **CUS** _____
- xx** **FILING** Conversioni _____

1. **HC Restaurant Group, Inc.**

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

Corrected

May 22, 2014

CORPORATE ACCESS INC
GLINDA

SUBJECT: HC RESTAURANT GROUP, LLC
Ref. Number: W14000032333

RECEIVED
DEPARTMENT OF STATE
14 MAY 23 PM 2:04

We have received your document for HC RESTAURANT GROUP, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the date on which, and the jurisdiction in which, the other business entity was first organized and, if changed, its jurisdiction immediately prior to the conversion.

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

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.

Tammy Hampton
Regulatory Specialist III

Letter Number: 314A00011117

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HC RESTAURANT GROUP INCORPORATED

**CERTIFICATE OF CONVERSION
FOR
FLORIDA PROFIT CORPORATION"
INTO
"OTHER BUSINESS ENTITY"**

This Certificate of Conversion is submitted to convert the following Florida Profit Corporation (the "Corporation") into an "Other Business Entity" (the "LLC") in accordance with Section 607.1113, Florida Statutes.

P10000011215

1. The name of the Corporation converting into the LLC is HC Restaurant Group Incorporated incorporated under the laws of the State of Florida on February 5, 2010.
2. The name of the LLC is HC Restaurant Group, LLC.
3. The LLC is a limited liability company organized under the laws of the State of Florida.
4. The above referenced Corporation has converted into an LLC in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the LLC.
5. The plan of conversion was approved by the converting Corporation in accordance with Chapter 607, F.S.
6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a member of the surviving entity was obtained pursuant to Section 607.1112(6), F.S.
7. This conversion was effective under the laws governing the LLC on May 16, 2014.
8. This conversion shall be effective in Florida upon the date of filing of this Certificate of Conversion.

9. The principal office address of the LLC under the laws of the State of Florida is: 299-2 Atlantic Boulevard, Atlantic Beach, Florida 32233.

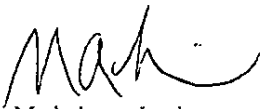
10. The LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607-1301 – 607.1333, F.S.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 16th day of May, 2014.

HC RESTAURANT GROUP INCORPORATED

By 
Mark Aaron Levine
President

HC RESTAURANT GROUP, LLC

By 
Mark Aaron Levine
Authorized Representative

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TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
HC RESTAURANT GROUP, LLC**

**ARTICLE I
NAME**

The name of the limited liability company is HC Restaurant Group, LLC (the "Limited Liability Company").

**ARTICLE II
BUSINESS AND MAILING ADDRESS**

The initial street address and mailing address of the Limited Liability Company is 299-2 Atlantic Boulevard, Atlantic Beach, Florida 32233.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the Limited Liability Company in the state of Florida is Mark A. Levine. The registered office of the initial registered agent in the state of Florida is located at 299-2 Atlantic Boulevard, Atlantic Beach, Florida 32233.

**ARTICLE IV
COMMENCEMENT OF EXISTENCE**

The existence of the Limited Liability Company shall commence upon the date of filing of these Articles of Organization.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, an authorized representative of the organizing member, has made and subscribed to these Articles of Organization this 16th day of May, 2014.



Mark A. Levine
Authorized Representative of Organizing Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
HC RESTAURANT GROUP, LLC**

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon HC Restaurant Group, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 299-2 Atlantic Boulevard, Atlantic Beach, Florida 32233.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 16th day of May, 2014.



Mark A. Levine

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