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CHARLES D. WILDER, J.D., LL.M. (TAX)
ATTORNEY AT LAW
BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES

NICHOLAS J. RUBINO, J.D ATTORNEY AT LAW- OF COUNSEL



MELISSA K. PARKER, J.D. ATTORNEY AT LAW

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> SARAH H. GRACE, J.D ATTORNEY AT LAW

159 Lookout Place - Suite 101 - Maitland, FL 32751 - Phone: 407-647-PLAN (7526) - Fax: 407-644-2194 - www.epllc-plc.com

June 12, 2014

Florida Department of State Division of Corporations Registration Section P. O. Box 6327 Tallahassee, FL 32314

Re: Troy L. King, DDS, LLC

Dear Sir or Madam:

Enclosed please find the following for filing with the Florida Division of Corporations:

- 1) Articles of Conversion
- 2) Agreement and Plan of Reorganization
- 3) Articles of Organization for Troy L. King, D.D.S., LLC
- 4) Our firm check in the amount of \$180.00 for the filing fees

Please return a certified copy in the envelope provided.

If you have any questions regarding this matter, please do not hesitate to contact the undersigned at 407-647-7526 X110 or via email at vparker@epllc-plc.com.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Vickie L. Parker, Paralegal to

Charles D. Wilder

/vlp

**Enclosures** 

CHARLES D. WILDER, J.D., LL.M. (TAX)
ATTORNEY AT LAW
BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES

NICHOLAS J. RUBINO, J.D. ATTORNEY AT LAW- OF COUNSEL



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July 30, 2014

Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re:

Troy L. King, D.D.S., LLC

Reference No. W14000038430

Dear Sir or Madam:

Enclosed please find a copy of your Letter Number 114A00013375 and the original corrected filing for the above referenced matter.

Please return the certified copy in the envelope provided.

If you have any questions regarding this matter, please do not hesitate to contact the undersigned at 407-647-7526 X110 or via email at vparker@epllc-plc.com.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Vickie L. Parker, Paralegal to

Charles D. Wilder

/vlp

Enclosures



June 20, 2014

VICKIE L PARKER ESTATE PLANNING AND LEGACY LAW CENTER, P 159 LOOKOUT PLACE STE 101 MAITLAND, FL 32751

SUBJECT: TROY L. KING, D.D.S., LLC

Ref. Number: W14000038430

We have received your document for TROY L. KING, D.D.S., LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

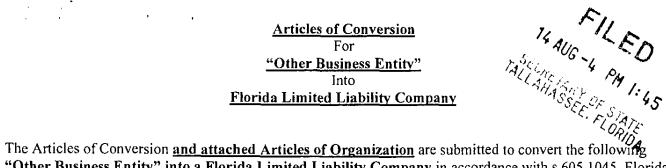
The Articles of Organization must be signed by a member or an authorized representative of a member.

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.

Teresa Brown Regulatory Specialist II

Letter Number: 114A00013375



"Other Business Entity" into a Florida Limited Liability Company in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Troy L. King, D.D.S., P.A.	Entity" immediately prior to the filing of the Articles of Conversion is:
	Name of Other Business Entity)
2. The "Other Business Entity" is a	Corporation
Ō	Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)
First organized, formed or incorporat	ted under the laws of Florida
on 2/5/2001	(Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incor	rporation)
3. The name of the Florida Limited I	Liability Company as set forth in the attached Articles of Organization:
Troy L. King, D.D.S., LLC	•
. (Enter Name of	f Florida Limited Liability Company)
date this document is filed by the F	g, enter the effective date:  rior to date of receipt or filed date nor more than 90 days after the lorida Department of State; AND 2) must be the same as the effective of Organization, if an effective date is listed therein.)
5. The plan of conversion has been a	pproved in accordance with ss. 605.1041-605.1046.

Page 1 of 2

Signed this <u>23</u> day of <u>Mav</u>	20 <u>2014</u> .
Signature of Authorized Representative of Lim	
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Signature of Authorized Representative:	y ly
Signature of Authorized Representative: Tue Printed Name: Troy L. King	Title: Manager
Signature(s) on behalf of Other Business Entity:	
Signature:	
Printed Name: Trav. King	Title: Director
Timed Name. 1147 22, 18114	Title. Divotes
Signature:	
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If Florida Corporation:	
Signature of Chairman, Vice Chairman, Director, or	
If Directors or Officers have not been selected, an In-	corporator must sign.
<u>If Florida General Partnership or Limited Liabili</u>	ty Partnership:
Signature of one General Partner.	
If Florida Limited Partnership or Limited Liabili	ty Limited Partnership:
Signatures of ALL General Partners.	
AD all and	
All others:	
Signature of an authorized person.	
Fees:	
Articles of Conversion:	\$25.00
	\$125.00
Fees for Florida Articles of Organization:	
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

# Articles of Organization of the Troy L. King, D.D.S., LLC

## A Florida Limited Liability Company

#### Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer desires to form a limited liability company under the Laws of the State of Florida by delivering these Articles of Organization to the Secretary of State of the State of Florida, in accordance with Florida Revised Limited Liability Company Act (the *Act*).

#### Section 1.02 Name

The name of the limited liability company, referred to as the Company, is:

Troy L. King, D.D.S., LLC, A Florida Limited Liability Company

#### Section 1.03 Duration

The Company will perpetually exist from the filing date of these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

#### Section 1.04 Purpose

The Company is organized to conduct any lawful business or investment activities, and to exercise all of the powers, rights, and privileges granted to a limited liability company organized under the Act.

#### Section 1.05 Principal Place of Business

The Company's principal place of business is:

Physical Address: 1390 City View Center Oviedo, Florida 32765 Mailing Address: 1390 City View Center Oviedo, Florida 32765

#### Section 1.06 Registered Agent and Registered Office

The initial Registered Agent's name is Christy King and the original registered addresses are as follows:

Physical Address: 204 Shiloh Cove Lake Mary, Florida 32746

Mailing Address: Christy King 204 Shiloh Cove Lake Mary, Florida 32746

#### Section 1.07 Registered Agent Consent

I, Christy King, a natural person and resident of Florida, accept the appointment as Registered Agent of Troy L. King, D.D.S., LLC, a Florida Limited Liability Company. I understand that my responsibilities as agent are to receive service of process, notices, and demands; to forward mail; and to notify the Office of the Secretary of State immediately if I resign or if the registered office address changes from the addresses stated above.

Dated: May 23, 2014.

Christy King, Registered Agen

#### Section 1.08 Organizer's Name and Address

Troy L. King, 1390 City View Center, Oviedo, FL 32765

#### Section 1.09 Additional Contributions

The Operating Agreement specifies the times and amounts of additional contributions to the Company.

#### Section 1.10 Additional Members

The Company has the right to admit additional Members to the Company under the terms and conditions of the Company's Operating Agreement. Any Member who is later admitted as a Member of the Company will have all of the rights and obligations of an original Member under the Operating Agreement. Any transferee of a Member's

Interests in the Company must be treated as an Assignee until that transferee is admitted as an Additional or Substitute Member, if ever, under the Operating Agreement.

#### Section 1.11 Business Continuation

If a Company Member's membership in the Company is terminated by an event, the remaining Members and Manager of the Company have the right to continue the Company's business under the terms of the Operating Agreement. A terminating event may include the Member's death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy. If the remaining Members and Manager fail to continue the Company's business according to the terms of the Operating Agreement, the Company must be dissolved and liquidated under the Act and the Operating Agreement.

#### Section 1.12 Operating Agreement and Authority

To the extent not expressly required by and provided for in the Act, the manner in which the Company conducts its business and affairs, the duties and authority of its Members and Manager, and the rights and obligations of its Members and Managers must be set forth in the Operating Agreement adopted by the initial Members and Manager of the Company. This Operating Agreement may be amended from time to time according to its provisions.

#### Section 1.13 Management

The Company's Manager will manage the Company's business. The Manager has the exclusive authority to act for the Company in all matters. The authorities and duties of the Manager are set forth in the Operating Agreement name and address of the initial Manager is:

Troy L. King 1390 City View Center Oviedo, FL 32765

#### Section 1.14 Indemnification and Liability

As determined by the Manager of the Company, the Company may indemnify and advance expenses to a Member, Manager, employee, or agent of the Company in connection with any proceeding, to the extent permitted by applicable laws and statutes, the Act and the Company's Operating Agreement.

### Section 1.15 Transferability of Interest

Interest in the Company is nontransferable except as specifically set forth in the Company's Operating Agreement.

Signed on May 23, 2014

Proy L. King Organize