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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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B. BOSTICK

AUG - 5 2014

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Florida Drivers Association, LLC

(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

M. Lanning Fox

(Contact Person)

Fox, Wackeen, Dungey, et. al., LLP

(Firm/Company)

3473 SE Willoughby Boulevard

(Address)

Stuart, Florida 34994

(City, State and Zip Code)

mlfox@foxwackeen.com

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

For further information concerning this matter, please call:

Debra A. Sigafosse

at (772) 287-4444

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees  
(\$25 for Conversion  
& \$125 for Articles  
of Organization)

☒ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☐ \$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

INHS11 (02/14)

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TALLAHASSEE, FLORIDA

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

The Articles 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.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:  
Florida Drivers Association Corporation  
(Enter Name of Other Business Entity) p05-57233

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  
on April 19, 2005  
(date of organization, formation or incorporation) (Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
Florida Drivers Association, LLC  
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(The effective date: 1) cannot be prior to date of receipt or filed date 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.)

5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

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TALLAHASSEE, FLORIDA

Signed this 25th day of July 2014.

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative:

Printed Name: Adam Meyerson

Title: Manager

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]**

Signature:

Printed Name: Adam Meyerson

Title: President

Signature: \_\_\_\_\_

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:**

Articles 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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**FLORIDA DRIVERS ASSOCIATION CORPORATION**  
**PLAN OF CONVERSION**

This PLAN OF CONVERSION is adopted effective this 25th day of July, 2014, pursuant to *Florida Statutes*, Section 608.439, by Florida Drivers Association Corporation, a Florida corporation (hereinafter referred to as the "Corporation").

WHEREAS, it is in the Corporation's best interest to convert to a limited liability company organized under the laws of the State of Florida;

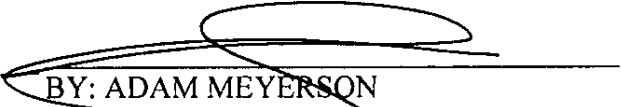
WHEREAS, *Florida Statutes*, Chapter 607 requires a Plan of Conversion to be approved by the board of directors and shareholders of the converting corporation;

NOW THEREFORE, the sole director and shareholder approves this Plan of Conversion and agrees as follows:

- 1) The current name of the Corporation is FLORIDA DRIVERS ASSOCIATION CORPORATION, a Florida corporation. The current street address of the Corporation is 1162 SW Pelican Crescent, Palm City, Florida 34990.
- 2) The newly formed business entity will be named FLORIDA DRIVERS ASSOCIATION, LLC, a Florida limited liability company, which will be organized under the laws of the State of Florida (Ch. 605, *Florida Statutes*, which is referred to as the 'Florida Revised Limited Liability Company Act') (hereinafter referred to as the "Florida Company"). The street address and principal place of business of the Florida Company will be 1162 SW Pelican Crescent, Palm City, Florida 34990.
- 3) If the Plan of Conversion is affected, shareholders dissenting therefrom may be entitled, if they comply with the provisions of *Florida Statutes*, Chapter 607 regarding appraisal rights, to be paid the fair value of their shares. A copy of *Florida Statutes*, Sections 607.1301-607.1333 are attached to this Plan of Conversion as Exhibit 'A.'
- 4) Attached as Exhibit 'B' is the proposed Articles of Organization for the Florida Company, which are to be filed by ADAM MEYERSON, as manager of the Florida Company, along with the Certificate of Conversion required by *Florida Statutes*, Section 607.1113.
- 5) Pursuant to *Florida Statutes*, Section 605.1046, this Plan of Conversion shall not constitute dissolution of the Corporation, but shall constitute a continuation of the existence of the Corporation in the form of the Florida Company under the same federal employer identification number previously assigned to the Corporation (20-0966991).

WHEREFORE, This Plan of Conversion has been recommended to the shareholders of the Corporation by the board of directors, pursuant to *Florida Statutes* Section 607.1103, and has been adopted and approved by the shareholders of the Corporation, as evidenced by the Resolutions adopted at the Meeting of the board of directors and by written Consent of the shareholders on the date first written above.

FLORIDA DRIVERS ASSOCIATION CORPORATION  
a Florida corporation

  
BY: ADAM MEYERSON  
ITS: PRESIDENT, DIRECTOR,  
SHAREHOLDER

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TALLAHASSEE, FLORIDA

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Florida Drivers Association, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

### Principal Office Address:

2740 SW MARTIN DOWNS BLVD  
# 223 PALM CITY, FL 34990

### Mailing Address:

2740 SW MARTIN DOWNS BLVD  
# 223 PALM CITY, FL 34990

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Adam Meyerson

Name

2740 SW MARTIN DOWNS BLVD #223

Florida street address (P.O. Box **NOT** acceptable)

Palm City

City

FL 34990

Zip

*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 605, F.S..*

  
\_\_\_\_\_  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

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**ARTICLE IV-**

The name and address of each person authorized to manage and control the Limited Liability Company:

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

Adam Meyerson

2740 SW MARTIN DOWNS BLVD

#223, PALM CITY, FL 34990

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(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: \_\_\_\_\_. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

**ARTICLE VI:** Other provisions, if any.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**REQUIRED SIGNATURE:**

  
\_\_\_\_\_

**Signature of a member or an authorized representative of a member.**

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Adam Meyerson

Typed or printed name of signee

**Filing Fees:**

**\$125.00 Filing Fee for Articles of Organization and Designation  
of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**