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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

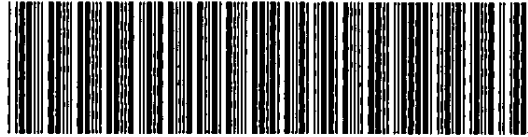
☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



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TALLAHASSEE FLORIDA
J. Shivers DEC 04 2014

FREDERICK R. MACLEAN
ANNE B. MACLEAN
CHRISTOPHER J. EMA
W. THORNTON SCOTT*
LAURA B. MACLEAN
BRIAN V. BERGMAN

* ALSO ADMITTED IN KENTUCKY



OF COUNSEL
J. ALAN COX
TALLAHASSEE, FL

OF COUNSEL
ROBERT M. ARLEN
BOARD CERTIFIED
TAX ATTORNEY
DELRAY BEACH, FL

November 18, 2014

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

**Re: Articles of Conversion and Articles of Organization for
Big Whiskers Land and Cattle, LLC**

Dear Sir or Madam,

Enclosed for filing are the Articles of Conversion and Articles of Organization for Big Whiskers Land and Cattle, LLC, from a Nevada limited liability company to a Florida limited liability company. Also enclosed is a check, number 1672, in the amount of \$150.00 for the filing fees.

If you need anything in relation to this submission, please feel free to call me.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Aulet", is written over the closing "Very Truly Yours,".

Adan A. Aulet, Jr., Esquire

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Big Whiskers Land and Cattle, 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:

Anne B. MacLean

(Contact Person)

MacLean & Ema

(Firm/Company)

2600 N.E. 14th Street Causeway

(Address)

Pompano Beach, FL 33062

(City, State and Zip Code)

SherryMacLean@maclean-ema.com

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

For further information concerning this matter, please call:

Anne B. MacLean or Adan A. Aulet, Jr. at (954) 785-1900

(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

ARTICLES OF CONVERSION
FOR
BIG WHISKERS LAND AND CATTLE, LLC
(a Nevada limited liability company)

Into
A 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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Big Whiskers Land and Cattle, LLC.

2. Big Whiskers Land and Cattle, LLC is a limited liability company, first organized under the laws of the State of Nevada on November 29, 2001.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Big Whiskers Land and Cattle, LLC.

4. The plan of conversion has been approved in accordance with applicable statutes.

Signed on this 14th day of November, 2014.

Signature of all the Members for the Florida Limited Liability Company:

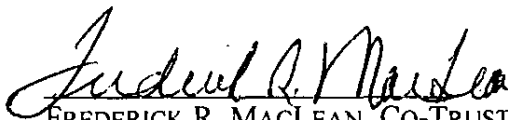


FREDERICK R. MACLEAN, CO-TRUSTEE OF THE
FREDERICK R. MACLEAN REVOCABLE TRUST,
U/T/D 5/9/1985, AND, THE ANNE B. MACLEAN
REVOCABLE TRUST, U/T/D 5/9/1985, MEMBER

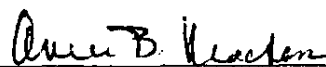


ANNE B. MACLEAN, CO-TRUSTEE OF THE ANNE
B. MACLEAN REVOCABLE TRUST, U/T/D
5/9/1985, AND, THE FREDERICK R. MACLEAN
REVOCABLE TRUST, U/T/D 5/9/1985, MEMBER

Signature of the Managing Members of the Nevada Limited Liability Company (the "authorized person"):



FREDERICK R. MACLEAN, CO-TRUSTEE OF THE
FREDERICK R. MACLEAN REVOCABLE TRUST,
U/T/D 5/9/1985, AND, THE ANNE B. MACLEAN
REVOCABLE TRUST, U/T/D 5/9/1985,
MANAGING MEMBER



ANNE B. MACLEAN, CO-TRUSTEE OF THE ANNE
B. MACLEAN REVOCABLE TRUST, U/T/D
5/9/1985, AND, THE FREDERICK R. MACLEAN
REVOCABLE TRUST, U/T/D 5/9/1985,
MANAGING MEMBER

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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
FOR
BIGWHISKERS LAND AND CATTLE, LLC
(A Florida Limited Liability Company)

ARTICLE I
NAME

The name of the Limited Liability Company is Big Whiskers Land and Cattle, LLC (the "Limited Liability Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company shall be 2220 N.E. 43rd Street, Lighthouse Point, Florida 33062.

ARTICLE III
REGISTERED AGENT

Anne B. MacLean is the registered agent. The Florida street address of the said registered agent's registered office is 2220 N.E. 43rd Street, Lighthouse Point, Florida 33062.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is a manager-managed Limited Liability Company. The Limited Liability Company shall be managed by the managers who are designated, appointed, or elected to act in such capacity in accordance with the Operating Agreement of the Limited Liability Company.

The persons who are designated or appointed shall carry out and further the decisions and actions of the managers or members made under the Operating Agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including, but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages and security agreements, and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

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ARTICLE V MANAGERS

The names and addresses of the initial managers authorized to manage and control the Limited Liability Company are as follows:

Title:

Name & Address:

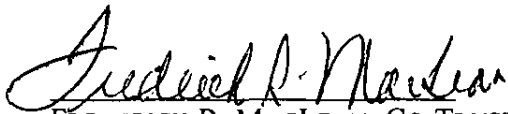
Manager

Frederick R. MacLean, Sr.
2220 N.E. 43rd Street
Lighthouse Point, Florida 33062

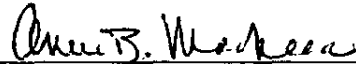
Manager

Anne B. MacLean
2220 N.E. 43rd Street
Lighthouse Point, Florida 33062

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 Section 817.155, Florida Statutes.



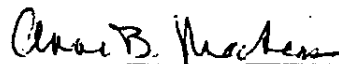
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REVOCABLE TRUST, U/T/D 5/9/1985, MEMBER



ANNE B. MACLEAN, CO-TRUSTEE OF THE ANNE
B. MACLEAN REVOCABLE TRUST, U/T/D
5/9/1985, AND, THE FREDERICK R. MACLEAN
REVOCABLE TRUST, U/T/D 5/9/1985, MEMBER

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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.



Anne B. MacLean, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA