

#L14000189926

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

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Special Instructions to Filing Officer:

W14-71840 Sign

Office Use Only



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11/17/14--01030--018 **180.00

EFFECTIVE DATE
1-1-2015

FILED
2014 DEC 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
DEC 15 2014

John B. Whinrey
Garland W. Cravens, Jr.
David G. Harris*
* Board Certified Indiana Trust & Estate Lawyer

**FRICK
POWELL** LLP
ATTORNEYS AT LAW

Bernard A. Frick
(1910 - 1967)
William D. Powell
(1927 - 1987)

November 11, 2014

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

Re: Quigley & Associates LLC

To Whom It May Concern:

Enclosed please find the original and one copy of a Cover Letter and Articles of Conversion with attached Articles of Organization of Quigley & Associates LLC for filing with your office. Also enclosed is a check in the amount of \$180 for the filing fee and certified copy fee.

Please return a file-marked copy of the Cover Letter and a certified copy of the Articles of Conversion with attached Articles of Organization to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please feel free to call.

Sincerely,

FRICK-POWELL LLP



David G. Harris
(812) 425-4687, Ext. 311

DGH:cle

Enclosures

cc: Mr. and Mrs. Wayne J. Quigley (w/out encs.)

F:\Data\01 - Corporate\Quigley & Associates LLC\Letter to FL Secretary of State re Art. of Conversion.wpd



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
14 DEC 12 AM 10:00
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

December 2, 2014

FRICK POWELL LLP
DAVID G HARRIS, ATTORNEY
P.O. BOX 1200
EVANSVILLE, IN 47706-1200

SUBJECT: QUIGLEY & ASSOCIATES LLC
Ref. Number: W14000071840

We have received your document for QUIGLEY & ASSOCIATES 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.

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.

Karen A Saly
Regulatory Specialist II

Letter Number: 314A00025344

John B. Whinrey
Garland W. Cravens, Jr.
David G. Harris*
* Board Certified Indiana Trust & Estate Lawyer

**FRICK
POWELL** LLP
ATTORNEYS AT LAW

Bernard A. Frick
(1910 - 1967)
William D. Powell
(1927 - 1987)

December 9, 2014

Karen A. Saly, Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Quigley & Associates LLC
Ref. Number: W14000071840
Letter Number: 314A00025344

Dear Ms. Saly:

Pursuant to your request, enclosed please find the signed Articles of Conversion of Quigley & Associates LLC, and a copy of your letter dated December 2, 2014. Please return a certified copy of the Articles of Conversion with attached Articles of Organization to me in the enclosed self-addressed, stamped envelope.

If you have any question, please feel free to call.

Sincerely,

FRICK-POWELL LLP



David G. Harris
(812) 425-4687, Ext. 311

DGH:cle

Enclosures

cc: Mr. and Mrs. Wayne J. Quigley (w/out encs.)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Quigley & Associates 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:

David G. Harris, attorney

(Contact Person)

Frick Powell LLP

(Firm/Company)

PO Box 1200

(Address)

Evansville IN 47706-1200

(City, State and Zip Code)

davidh@frickpowell.com

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

For further information concerning this matter, please call:

David G. Harris at (812) 425-4687 x311

(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

EFFECTIVE DATE
1-1-2015

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

FILED
2014 DEC 12 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:
Quigley & Associates LLC #M14000007797
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Indiana
on February 1, 2011
(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**:
Quigley & Associates LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: January 1, 2015
(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 all applicable statutes.

Signed this 4th day of November 2014

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: x WJ - [Signature]
Printed Name: Wayne J. Quigley Title: Member

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

Signature: WJ - [Signature]
Printed Name: Wayne J. Quigley Title: Member

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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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

EFFECTIVE DATE
1-1-2015

Quigley & Associates 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:

Mailing Address:

1667 Seabreeze Dr.
Tarpon Springs, FL 34689

1667 Seabreeze Dr.
Tarpon Springs, FL 3489

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:

Wayne J. Quigley

Name

1667 Seabreeze Dr.

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

Tarpon Springs

FL 34689

City

Zip

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TALLAHASSEE, FLORIDA

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..

x WJ - [Signature]
Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

AMBR

Name and Address:

Wayne J. Quigley

1667 Seabreeze Dr.

Tarpon Springs FL 34689

AMBR

Judi Quigley

1667 Seabreeze Dr.

Tarpon Springs FL 34689

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CLERK OF STATE
TALLAHASSEE, FLORIDA

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: January 1, 2015. (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:

x

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.)

Wayne J. Quigley

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)