

L14000193754

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

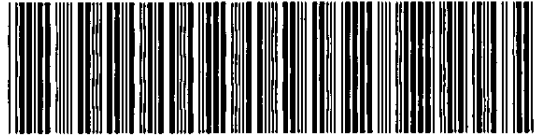
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300262360073

12/22/14--01003--012 **200.00

FILED

14 DEC 22 AM 11:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 22 2014

T. HAMPTON

67927-7110

KENNETH B. EVERS

PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW
424 WEST MAIN STREET
WAUCHULA, FLORIDA

KENNETH B. EVERS

E-MAIL: office@hardcelaw.com

TELEPHONE: (863) 773-5600

FACSIMILE: (866) 547-4362

REPLY TO: P.O. DRAWER 1308
WAUCHULA, FLORIDA 33873-1308

December 9, 2014

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Friendship Foliage, a Florida general partnership,
Conversion to Friendship Foliage, LLC

Gentlemen:

Enclosed are original and one copy of Certificate of Conversion of Friendship Foliage, a Florida general partnership, to Friendship Foliage, LLC, a Florida Limited Liability Company.

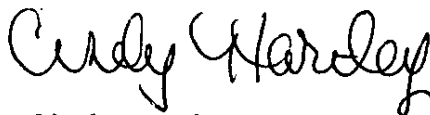
Also enclosed are original Articles of Organization of Friendship Foliage, LLC, a Florida Liability Company (the new entity).

Please file the originals and return copies to me.

Also enclosed is Kenneth B. Evers, P.A., check payable to Florida Department of State in the amount of \$177.50 representing the following:

Certificate of Conversion (from partnership to LLC)	\$ 52.50
Articles of Organization (Friendship Foliage, LLC)	125.00

Sincerely,



Cindy Hartley
Legal Assistant

/chh
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 11, 2014

CINDY HARTLEY
KENNETH B EVERS
P O DRAWER 1308
WAUCHULA, FL 33873-1308 US

SUBJECT: FRIENDSHIP FOLIGE, LLC
Ref. Number: W14000073849

RECEIVED
14 DEC 22 AM 10:00
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

We have received your document for FRIENDSHIP FOLIGE, LLC and check(s) totaling \$177.50. However, your check(s) and document are being returned for the following:

The General Partnership must be filed before we can convert it into an LLC. The fee to file the general partnership is \$50.00, certified copy is \$ 52.50 and a certificate of status is \$8.75. The form is enclosed.

The fees to file the Certificate of Conversion and Articles of Organization total \$150.00 (\$25 filing fee for the Certificate of Conversion, \$100 filing fee for the Articles of Organization, and \$25 for the Registered Agent Designation). Enclose an additional \$30 for each certified copy requested and an additional \$5 for each certificate of status requested.

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: 814A00026160

KENNETH B. EVERS

PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW
424 WEST MAIN STREET
WAUCHULA, FLORIDA

KENNETH B. EVERS
E-MAIL: office@hardeelaw.com

TELEPHONE: (863) 773-5600
FACSIMILE: (866) 547-4362

REPLY TO: P.O. DRAWER 1308
WAUCHULA, FLORIDA 33873-1308

December 17, 2014

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Friendship Foliage, a Florida general partnership,
Conversion to Friendship Foliage, LLC
Ref. No.: W14000073849

Gentlemen:

As requested, accompanying is Partnership Registration Statement for the purpose of registering Friendship Foliage, a Florida general partnership.

Once the partnership is registered, enclosed are original and one copy of Certificate of Conversion of Friendship Foliage, a Florida general partnership, to Friendship Foliage, LLC, a Florida Limited Liability Company.

Also enclosed are original Articles of Organization of Friendship Foliage, LLC, a Florida Limited Liability Company. As requested, enclosed is Affidavit signed by the principals/members of Friendship Foliage, LLC, stating they are the same principals/shareholders and officers of Friendship Foliage, Inc.

Please file the originals and return copies to me.

Also enclosed is Kenneth B. Evers, P.A., check payable to Florida Department of State in the amount of \$177.50 representing the following:

Partnership Registration Statement	\$ 50.00
Certificate of Conversion (from partnership to LLC)	\$ 25.00
Articles of Organization (Friendship Foliage, LLC)	125.00

Sincerely,


Cindy Hartley
Legal Assistant

/chh
Enclosures

Articles
**CERTIFICATE OF CONVERSION OF
FRIENDSHIP FOLIAGE,
a Florida general partnership,
to FRIENDSHIP FOLIAGE, LLC,
a Florida Limited Liability Company,
as defined by §620.8914, Florida Statutes, 2014**

FILED

14 DEC 22 AM 11:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as all the general partners of FRIENDSHIP FOLIAGE, a Florida general partnership, pursuant to §620.8914, Florida Statutes, 2014, approve the conversion of FRIENDSHIP FOLIAGE, a Florida general partnership, to a limited liability company. This Certificate of Conversion is submitted to convert a Florida general partnership into a limited liability company in accordance with Section 620.8914, Florida Statutes.

1. The name of the Florida Partnership converting into a limited liability company is FRIENDSHIP FOLIAGE. *681400001594*

2. The name of the limited liability company is FRIENDSHIP FOLIAGE, LLC, organized and formed under the laws of the State of Florida.

3. The limited liability company is organized under the laws of the State of Florida.

4. The above-referenced Florida Partnership has converted into an LLC in compliance with Chapter 620, Florida Statutes, and the conversion complied with the applicable laws governing the LLC.

5. The plan of conversion was approved by the converting Florida Partnership in accordance with Chapter 620, Florida Statutes, and as required by the governing laws of the LLC.

6. This conversion was effective under the laws governing the LLC on *Dec 9, 2014*.

Signed this 9 day of December, 2014.

[Signature]
John B. Klein, General Partner

[Signature]
Donna J. Klein, General Partner

ARTICLES OF ORGANIZATION
OF
FRIENDSHIP FOLIAGE, LLC,
A Florida Limited Liability Company

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I. NAME

The name of the limited liability company shall be **FRIENDSHIP FOLIAGE, LLC.**

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company shall be:

Mailing: 955 Moffitt Road
Zolfo Springs, FL 33890

Street: 955 Moffitt Road
Zolfo Springs, FL 33890

FILED
44 DEC 22 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is **JOHN B. KLEIN**, 4916 Dallas McClellan Road, Zolfo Springs, Florida 33890.

ARTICLE IV. CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of **FRIENDSHIP FOLIAGE, LLC, a Florida Limited Liability Company**, the cash or property set forth in Exhibit "A."

ARTICLE V. MEMBER UNITS/VOTING POWER

The aggregate number of member units which the corporation is authorized to issue is 10,000 shares. Such units shall be in two classes, Class A member units and Class B member units. 9,500 units shall be Class A member units and 500 units shall be Class B member units. The owners/holders of Class A member units shall have exclusive voting power and rights on all matters, including, but not limited to, all matters identified in Florida Statutes. The owners/holders of Class B member units shall have no voting power rights on any matter.

ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII. ADMISSION OF NEW MEMBERS

The maximum number of members shall be ten. No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII. TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE IX. MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

FILED
14 DEC 22 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TITLE	NAME	ADDRESS
MGRM	JOHN B. KLEIN	4916 Dallas McClellan Road Zolfo Springs, FL 33890
MBR	DONNA J. KLEIN	4916 Dallas McClellan Road Zolfo Springs, FL 33890

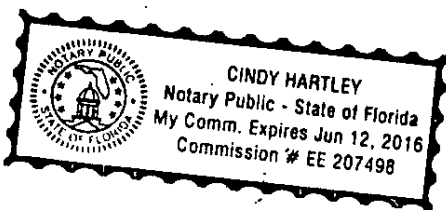
IN WITNESS WHEREOF, **JOHN B. KLEIN**, as organizer, has made and subscribed these articles of organization this 9 day December, 2014.

JBK
JOHN B. KLEIN, organizer

STATE OF FLORIDA
COUNTY OF HARDEE

JBK
JOHN B. KLEIN, applicant

Sworn to and subscribed before me this 9 day of December, 2014, by **JOHN B. KLEIN**, who is personally known to me.



Cindy Hartley
Notary Public

ACCEPTANCE

I certify that I am a permanent resident of Hardee County, Florida, residing at the place indicated above. I hereby accept the foregoing designation as Registered Agent of **FRIENDSHIP FOLIAGE, LLC**, this 9 day of December, 2014.

JBK
JOHN B. KLEIN

FILED
14 DEC 22 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHEDULE "A"

JOHN B. KLEIN
DONNA J. KLEIN

- Services rendered
- Services rendered

FILED
14 DEC 22 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA