

L14000195140

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

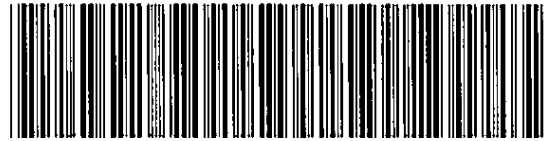
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

SEP 27 2021
1 ALBRITTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: DISTINCTIVE MILLWORK, LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Michael J. Niles, Esq.

Contact Person

Berger Singerman LLP

Firm/Company

313 North Monroe Street, Suite 301

Address

Tallahassee, FL 32301

City, State and Zip Code

artic@distinctiveknb.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marlene Duarte

at (305) 714-4361

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☒ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

CR2E106 (05/17)

Note to filing agent:
Please file second.

**ARTICLES OF CONVERSION
FOR
CONVERTING A
FLORIDA LIMITED LIABILITY COMPANY
INTO
A CONVERTED OR OTHER BUSINESS ENTITY**

Date: September 27, 2021

THESE ARTICLES OF CONVERSION are submitted to convert a converting eligible entity (which is a Florida Limited Liability Company) into a converted eligible entity (which is a Delaware limited liability company) in accordance with Section 605.1045 of the Florida Statutes.

1. Name, Jurisdiction, and Type of Entity of the Converting Eligible Entity. The name of the converting eligible entity immediately prior to the filing of these Articles of Conversion is DISTINCTIVE MILLWORK, LLC, a limited liability company formed under the laws of the State of Florida on December 19, 2014 with an effective date of January 1, 2015 (the "Converting Eligible Entity"). Each member of the Converting Eligible Entity has approved these Articles of Conversion.
2. Name, Jurisdiction, and Type of Entity of the Converted Eligible Entity. The name of the converted foreign eligible entity is DISTINCTIVE MILLWORK, LLC (the "Converted Eligible Entity"), a limited liability company under the laws of the State of Delaware.
3. Approval of Plan. The plan of conversion was approved in accordance with Chapter 605, Florida Statutes.
4. Public Organic Record. A copy of the Converted Eligible Entity's public organic record, as filed with the Florida Department of State, Division of Corporations, is attached hereto as Exhibit A.
5. Effective Date. This conversion shall be effective upon the later of: (i) the date and time prescribed by the laws of the State of Delaware; or (ii) when these Articles of Conversion are filed with the Florida Department of State, Division of Corporations.

[Balance of page intentionally left blank; signature blocks appear on following page.]

IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed these Articles of Conversion as of the date first set forth above.

CONVERTING ELIGIBLE ENTITY:

DISTINCTIVE MILLWORK, LLC.

a Florida limited liability company

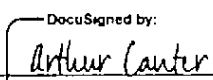
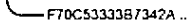
By: 
Name: 
Title: **Arthur Canter**
President

EXHIBIT A

(See attached document)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Distinctive Millwork, 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:

7662 NW 6th Avenue

7662 NW 6th Avenue

Boca Raton, FL 33487

Boca Raton, FL 33487

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:

Arthur Canter

Name

1217 Clint Moore Road

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

Boca Raton

FL 33487

City

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)

Page 1 of 2

2014 DEC 19 PM 3:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE 01/01/15

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:

Arthur Canter

1217 Clint Moore Road

Boca Raton, FL 33487

AMBR

Adam Canter

1217 Clint Moore Road

Boca Raton, FL 33487

(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:

See below

Signature of a member or an authorized representative of a member.
(In accordance with section 605.0205 (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.)

Arthur Canter

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)

FILED
2014 DEC 19 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Distinctive Millwork LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on December 19, 2014 and assigned
Florida document number L14000195140

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

FILED
15 MAR 19 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

City

, Florida

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Authorized Member on our records, enter the title, name, and address of each Manager or Authorized Member being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	Edward R. Coleman	7394 San Sebastian Drive	<input checked="" type="checkbox"/> Add
		Boca Raton, FL 33433	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
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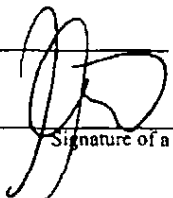
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CLERK OF STATE

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

E. Effective date, if other than the date of filing: _____ (optional)

(The effective date must be specific, cannot be prior to date of receipt or filed date and cannot be more than 90 days after the date this document is filed by the Florida Department of State)

Dated March 3, 2015



Signature of a member or authorized representative of a member
Arthur Canter

Typed or printed name of signee

FILED
15 MAR -9 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA