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(Requestor's Name)

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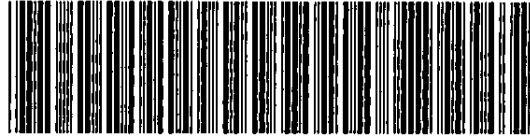
(Business Entity Name)

(Document Number)

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J. HARRIS

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J. HARRIS

DAVID LANIGAN, P.A.

Attorney & Counselor at Law

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David C. Lanigan, J.D., LL.M.

January 12, 2015

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

Re: ARTICLES OF CONVERSION TO CONVERT BENOIST ENTERPRISES, INC. AND
ARTICLES OF ORGANIZATION OF BENOIST ENTERPRISES, LLC., A FLORIDA
LIMITED LIABILITY COMPANY.

Dear Sirs or Madam:

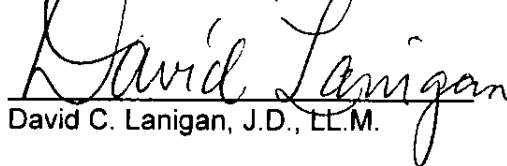
Enclosed are:

1. Signed Articles of Conversion for Benoist Enterprises, Inc., and an extra copy;
2. Signed Articles of Organization of Benoist Enterprises, LLC., A Florida Limited Liability Company, and an extra copy; and,
3. Check #1102 payable to the Florida Department of State in the amount of \$180.00 (\$25.00 for Articles of Conversion; \$125.00 for Articles of Organization; and, \$30.00 for Certified Copy).

Please file the aforementioned Articles with the Florida Secretary of State. If you have any questions, please call me. Thank you for your prompt attention to this matter.

Sincerely,

DAVID LANIGAN, P.A.



David C. Lanigan, J.D., LL.M.

Enclosures

CC: Leonel Benoist via e-mail

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 2, 2015

DAVID C LANIGAN
DAVID LANIGAN, P.A.
15310 AMBERLY DRIVE, SUITE 250
TAMPA, FL 33647

SUBJECT: BENOIST ENTERPRISES, LLC
Ref. Number: W15000007536

We have received your document for BENOIST ENTERPRISES, 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):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

Jenna D Harris
Regulatory Specialist II

Letter Number: 515A00002094

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TALLAHASSEE, FLORIDA

ARTICLES OF CONVERSION

For
"Other Business Entity"
Into
Florida Limited Liability Company

These 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 "BENOIST ENTERPRISES, INC." P00000005786
2. The "Other Business Entity" is a CORPORATION, First organized, formed, or incorporated under the laws of Florida on January 10, 2000.
3. The name of the Florida Limited Liability Company, as set forth in the **attached Articles of Organization**, is "BENOIST ENTERPRISES, LLC.."
4. These Articles of Conversion will be effective on the date of filing in the Florida Department of State..
5. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 31st day of October 2014.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative:

Leonel Lou Benoist
Printed Name: LEONEL LOU BENOIST, Manager

Signature(s) on behalf of Other Business Entity:

Signature:

Leonel Lou Benoist
Printed Name: LEONEL LOU BENOIST, Director & President

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**ARTICLES OF ORGANIZATION
OF
BENOIST ENTERPRISES, LLC**

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Revised Limited Liability Company Act, codified in Chapter 605, Florida Statutes (hereinafter the "**Act**"), hereby form a Florida limited liability company ("**Company**") pursuant to the Act and hereby set forth the following Articles of Organization (these "**Articles**").

ARTICLE I

Name

The name of this Company shall be: BENOIST ENTERPRISES, LLC., A Florida limited liability company.

ARTICLE II

Address of Business

The mailing address of the principal office of this Company shall be 11207 Sunny Delight Court, Odessa, FL 33556, and such other place or places as may be designated by the managers from time to time.

The street address of the principal office of this Company shall be 11207 Sunny Delight Court, Odessa, FL 33556, and such other place or places as may be designated by the managers from time to time.

ARTICLE III

Management of Business

The management of this Company shall be vested entirely in its manager(s). The name and address of its sole manager, who shall serve until the first annual meeting of members or until his successor is duly elected and qualified, are as follows.

Name

Address

LEONEL BENOIST

11207 SUNNY DELIGHT
ODESSA, FLORIDA 33566

The manager(s) shall be elected by the members of this Company at the Company's annual meeting each year by the vote of a majority-in-interest of members of this Company. For purposes of these Articles, "majority-in-interest of the members" means members owning more than 50 percent of the then-current percentage or other interest in the profits of the Company.

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ARTICLE IV

Commencement Date and Duration

This Company shall commence on the date and time when the Articles are filed in the Department of State, in accordance with the provisions of Section 605.0201, Florida Statutes, and shall continue perpetually or until dissolved in accordance with Section 605.0707, Florida Statutes, to wit:

- (a) by written consent of all of its members; or
- (b) upon the occurrence of one or more events specified in the operating agreement; or
- (c) upon entry of an order of dissolution by a court of competent jurisdiction; or
- (d) at any time there are no members, unless, within 90 days after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company, as provided in §605.0701(3) of the Florida Statutes.

ARTICLE V

Property

(a) **Ownership.** All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

(b) **Title.** The title to all property of the Company shall be held in the name of this Company.

(c) **Conveyances.** The manager(s) are hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by a majority of the managers if there are more than one. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf as manager. The following form of signature shall be used for obtaining or conveying title to any real or personal property:

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TALLAHASSEE, FLORIDA

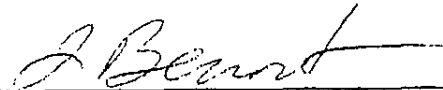
BENOIST ENTERPRISES, LLC

By: 

LEONEL BENOIST, as Manager

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization this October 31, 2014. The execution of this document constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.



LEONEL BENOIST, Member

In accordance with Section 605.0203, 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 of 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.

Leonel Benoist

Print: LEONEL BENOIST, Member

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF BENOIST ENTERPRISES, LLC

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CERTIFICATE OF DESIGNATION AND ACCEPTANCE REGISTERED AGENT

Pursuant to Sections 605.0113 and 605.0203(1)(b) of the Florida Statutes, this Limited Liability Company submits the following statement in designating the Registered Office and Registered Agent in the State of Florida.

1. The name of the Limited Liability Company is **BENOIST ENTERPRISES, LLC.**
2. The name and address of the registered agent and office are:

LEONEL BENOIST
11207 Sunny Delight Court
Odessa, Florida 33556

Having been named Registered Agent and designated to accept service of process for the above-stated Company at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 605, Florida Statutes.

Dated: 12-18-14, 2014.



LEONEL BENOIST, Registered Agent

ARTICLES OF ORGANIZATION OF BENOIST ENTERPRISES, LLC

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