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(Requestor's Name)

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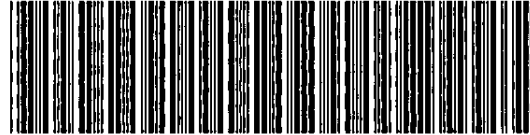
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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15 MAR -9 PM 12:56
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ALBUQUERQUE, NEW MEXICO

15 MAR 23 2015

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Greene Investment Properties III, 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:

Gary Leuchtman

(Contact Person)

Law Office of Gary B. Leuchtman, PLLLC

(Firm/Company)

921 North Palafox Street

(Address)

Pensacola, FL 32501

(City, State and Zip Code)

gbl@leuchtmanlaw.com

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

For further information concerning this matter, please call:

Gary Leuchtman

(Name of Contact Person)

at (850) 316-8179

(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
"Other Business Entity"
Into
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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to filing of the Articles of Conversion is: Greene Investment Properties III, LLC.

2. The "Other Business Entity" is a Limited Liability Company.

First organized, formed or incorporated under the laws of Georgia on June 28, 2006.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: Greene Investment Properties III, LLC.

4. If not effective on the date of filing, enter the effective date: not applicable.

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

Signed this 19th day of February, 2015.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: E. H. Greene

Printed Name: Edward H. Greene

Title: Manager

Signature on behalf of Other Business Entity:

Signature of Authorized Person: E. H. Greene

Printed Name: Edward H. Greene

Title: Manager

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
GREENE INVESTMENT PROPERTIES III, LLC**

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE ONE

The name of the limited liability company shall be GREENE INVESTMENT PROPERTIES III, LLC (the "Company").

ARTICLE TWO

The principal place of business of the Company shall be 316 Sand Myrtle Trail, Destin, Florida 32541, or such other place or places as the members from time to time may determine.

ARTICLE THREE

The name and address of the initial registered agent of the Company and the registered office shall be Gary B. Leuchtman, 921 North Palafox Street, Pensacola, FL 32501.

ARTICLE FOUR

The Company will be a Manager-Managed Company. The Manager is authorized and empowered to manage and control the Company. The name and address of the Manager is

Edward H. Greene
316 Sand Myrtle Trail
Destin, Florida 32541

ARTICLE FIVE

The Company shall have perpetual existence commencing on the date of filing these Articles of Organization in the Office of the Secretary of State of the State of Florida.

ARTICLE SIX

The Company is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

(a) To conduct, maintain, operate, and to do business in any activity within the purpose for which a limited liability company may be organized under the Florida Limited Liability Company Act.

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TALLAHASSEE, FLORIDA

(b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Company.

(c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Company, as determined by the Company's members in their discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Company, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a limited liability company organized under the laws of the State of Florida.

ARTICLE SEVEN

Additional members may be admitted, at such times and on such terms and conditions, as are consistent with the requirements of the Operating Agreement of the Company.

ARTICLE EIGHT

The remaining members of the Company may continue the business of the Company upon the termination of membership of a member in the Company (by reason of death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event terminating membership in the Company) upon unanimous agreement in accordance with the Operating Agreement of the Company.

ARTICLE NINE

The Company shall have all of the powers enumerated in the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as such chapter presently exists or may hereafter be amended.

ARTICLE TEN

The name and address of the organizer is:

Gary B. Leuchtman
921 North Palafox Street
Pensacola, Florida 32501

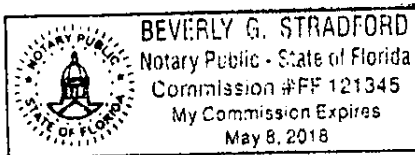
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CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

IN WITNESS WHEREOF, the undersigned, as organizer, has executed the foregoing Articles of Organization on this 26th day of February, 2015.


GARY B. LEUCHTMAN

STATE OF FLORIDA
COUNTY OF ESCAMBIA

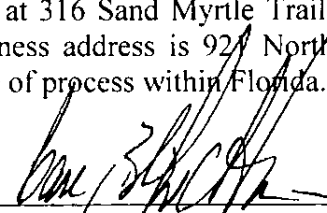
The foregoing instrument was acknowledged before me this 28th day of February, 2015, by Gary B. Leuchtman who is personally known to me or has produced _____ as identification.




Notary Public

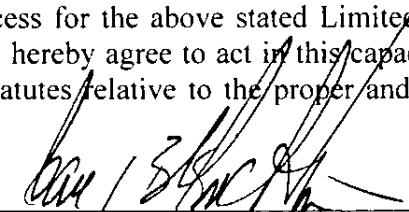
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 605.0113, Florida Statutes, the following is submitted: that Greene Investment Properties III, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 316 Sand Myrtle Trail, Destin, Florida 32541, has named Gary B. Leuchtman, whose business address is 924 North Palafox Street, Pensacola, Florida 32501 as its agent to accept service of process within Florida.


Gary B. Leuchtman
Organizer

ACCEPTANCE:

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Gary B. Leuchtman
Registered Agent

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JACKSONVILLE, FLORIDA