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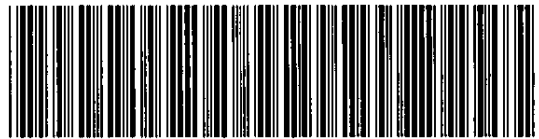
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conversion

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TALLAHASSEE, FLORIDA

1. Beusse Wolter Sanks & Maize, P.A.
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: +sanks@iplawfl.com

**Certificate of Conversion
For
Florida Profit Corporation
Into
Florida Professional Limited Liability Company**

This Certificate of Conversion and attached Articles of Organization are submitted in accordance with ss. 607.1112 – 607.1114, Florida Statutes, to convert the following Florida Profit Corporation into an **“Other Business Entity”, a Florida professional limited liability company.**

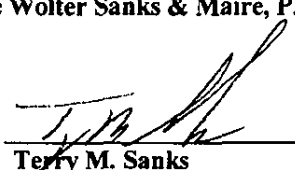
1. The name of the Florida Profit Corporation immediately prior to the filing of this Certificate of Conversion is **Beusse Wolter Sanks & Maire, P.A.**
2. The Florida Profit Corporation is a corporation organized, formed or incorporated under the laws of the State of Florida on **April 13, 2001 with an effective date of April 12, 2001.**
3. The jurisdiction of the Florida Profit Corporation has not changed since its formation and this conversion hereby complies with the applicable laws governing the “Other Business Entity”. This conversion was approved at a Special Meeting of the Shareholders and Directors of the Florida Profit Corporation and in accordance with ss. 607.1112 – 607.1114, Florida Statutes.
4. The name and principal address of the “Other Business Entity” as set forth in the attached Articles of Organization is **Beusse Wolter Sanks & Maire, PLLC** and the principal address is **390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.** The “Other Business Entity” is being formed pursuant to s. 605.1108, Florida Statutes, and shall be governed in accordance with Chapter 605, Florida Statutes (the “Florida Revised Limited Liability Company Act.”) and applicable provisions of Chapter 621, Florida Statutes (the “Professional Service Corporation and Limited Liability Company Act”).
5. Management of the “Other Business Entity” is or will be vested in one or more managers pursuant to s. 605.0407, Florida Statutes.
6. The “Other Business Entity” has agreed to pay any shareholders having appraisal rights such amounts as they are entitled pursuant to ss. 607.1301 – 607.1333, Florida Statutes.
7. The federal employer identification number (FEI Number) of **Beusse Wolter Sanks & Maire, PLLC** shall be **59-3708946** thereby remaining the same as the Florida Profit Corporation.
8. This conversion shall be effective on July 1, 2015.

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Signed this 26th day of June, 2015.

Signature authorized representative of Florida Profit Corporation:

Beusse Wolter Sanks & Maire, P.A.

By: 
Name: Terry M. Sanks
Its: Managing Shareholder

Signature on behalf of Other Business Entity:

Beusse Wolter Sanks & Maire, PLLC

By: 
Name: Terry M. Sanks
Its: Manager

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**Articles of Organization
For
Florida Professional Limited Liability Company**

Article I

The name of the Florida professional limited liability company is **Beusse Wolter, Sanks & Maire, PLLC.**

Article II

The mailing address and street address of the principal office of the professional limited liability company is **390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.**

Article III

The purpose for which this professional limited liability company is organized is to provide legal services to the general public.

Article IV

The professional limited liability company is being formed pursuant to s. 605.1108, Florida Statutes, and shall be governed in accordance with Chapter 605, Florida Statutes (the "Florida Revised Limited Liability Company Act.") and the applicable provisions of Chapter 621, Florida Statutes (the "Professional Service Corporation and Limited Liability Company Act").

Article V

Management of the professional limited liability company is or will be vested in one or more managers pursuant to s. 605.0407, Florida Statutes. In accordance with the Operating Agreement, the initial **Manager (MGR)** shall be **Terry M. Sanks** whose address is **390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.**

Article VI

The name of the Registered Agent is **Robert L. Wolter** and whose Florida street address is **390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.**

Having been named as registered agent and to accept service of process for the above stated professional 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, Florida Statutes.


Registered Agent Signature

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Article VII

The effective date for this professional limited liability company shall be July 1, 2015.

Terry M. Sanks, Manager

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