

L/500014/604

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ MAIL

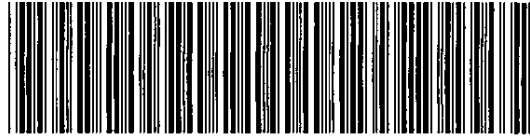
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATION
15 AUG 17 AM 11:09

08/24/15

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: First Florida Industries, 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:

Thomas O. Wells, Esq.

(Contact Person)

Wells & Wells, P.A.

(Firm/Company)

540 Biltmore Way

(Address)

(City, State and Zip Code)

Coral Gables, FL 33134

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

For further information concerning this matter, please call:

Thomas O. Wells

at (305) 444-0016

(Name of Contact Person)

(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:

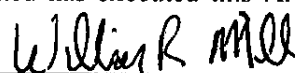
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

ARTICLES AND CERTIFICATE OF CONVERSION
OF FIRST FLORIDA INDUSTRIES, INC. WITH AND INTO
FIRST FLORIDA INDUSTRIES, LLC

This Articles and Certificate of Conversion (the "Articles of Conversion") and the attached Articles of Organization are submitted to convert FIRST FLORIDA INDUSTRIES, INC., a corporation organized under the laws of the State of Florida, into FIRST FLORIDA INDUSTRIES, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 605.1045, Florida Statutes.

1. FIRST FLORIDA INDUSTRIES, INC., a corporation organized, and immediately prior to the filing of this Articles of Conversion, existing under the laws of the State of Florida was formed on February 13, 1975, under Document Number 471196.
2. The name of the Florida limited liability company into which FIRST FLORIDA INDUSTRIES, INC. will be converted is FIRST FLORIDA INDUSTRIES, LLC. The Articles of Organization of FIRST FLORIDA INDUSTRIES, LLC are attached to this Articles of Conversion.
3. The conversion of FIRST FLORIDA INDUSTRIES, INC., a Florida corporation, into FIRST FLORIDA INDUSTRIES, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Revised Limited Liability Company Act, Chapter 605.
4. The conversion of FIRST FLORIDA INDUSTRIES, INC., a Florida corporation, into FIRST FLORIDA INDUSTRIES, LLC and the Articles of Conversion were approved by all of the shareholders and directors of FIRST FLORIDA INDUSTRIES, INC., in accordance with the provisions of Section 607.1112 of the Florida Business Corporation Act.
5. The address of the principal office of FIRST FLORIDA INDUSTRIES, LLC is 1533 Sunset Drive, Suite 150, Miami, Florida 33143. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for FIRST FLORIDA INDUSTRIES, LLC will be 59-1585042 which is the same Federal employer identification number of FIRST FLORIDA INDUSTRIES, INC.
6. The Articles of Conversion shall be effective upon its filing with the Florida Department of State.
7. FIRST FLORIDA INDUSTRIES, LLC shall pay any shareholder of FIRST FLORIDA INDUSTRIES, INC. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act. However, no shareholder of FIRST FLORIDA INDUSTRIES, INC. is exercising any appraisal and/or dissenter rights.
8. The Articles of Conversion have been approved by all of the members of FIRST FLORIDA INDUSTRIES, LLC in accordance with Sections 605.1041 to 605.1046.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Conversion as of the 10th day of August, 2015.


William R. Miller, as President of FIRST FLORIDA INDUSTRIES, INC., and as President and a Manager of FIRST FLORIDA INDUSTRIES, LLC

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
OF
FIRST FLORIDA INDUSTRIES, LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is FIRST FLORIDA INDUSTRIES, LLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 1533 Sunset Drive, Suite 150, Miami, Florida 33143.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is William R. Miller, 1533 Sunset Drive, Suite 150, Miami, Florida 33143.

ARTICLE IV
MANAGER-MANAGED COMPANY

The Company shall be a manager-managed limited liability company in accordance with Section 605.0407(1)(a), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 12th day of August, 2015.

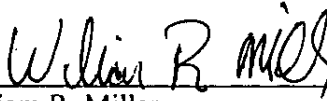


William R. Miller, Member

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for FIRST FLORIDA INDUSTRIES, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.



William R. Miller

Dated: 8.12.2015

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