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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 14 2015

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AAMI-KING PROPERTY MANAGEMENT, 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:

JOIE MATTHEWS

(Contact Person)

(Firm/Company)

3495 NE 163 STREET

(Address)

NORTH MIAMI BEACH, FLORIDA 33160

(City, State and Zip Code)

JOIECADILLAC@AOL.COM

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

For further information concerning this matter, please call:

JOIE MATTHEWS at (954) 608-0939
(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

**RESOLUTION OF MANAGING SHAREHOLDERS OF AAMI-KING PROPERTY
MANAGEMENT, INC. AUTHORIZING CONVERSION TO LIMITED LIABILITY
COMPANY**

The undersigned, Managing Shareholders, who constitute 100% of the outstanding shares of AAMI-King Property Management, Inc. (the "Corporation"), acting pursuant to the Bylaws and Shareholder Agreement of the Company, and pursuant to the laws of the State of Florida, hereby adopt and approve the recitals and resolutions set forth below, which shall have the same force and effect as if adopted at a duly held meeting.

WHEREAS, the Managing Shareholders of the Corporation have determined it to be in the best interests of the Corporation to convert into a limited liability company.

RESOLVED, that Articles of Conversion and Articles of Organization attached hereto as Exhibit "A" be filed with the Division of Corporations to effectuate the foregoing; and

FURTHER RESOLVED, that when the conversion is in effect, the Operating Agreement, attached hereto as Exhibit "B" shall govern the newly created Company.

Executed by the undersigned on the 2 day of July, 2015 ("Effective Date").

KING REALTY II, LLC

By: _____

Name: Dennis Espinoza
Title: Managing Member

ROI PROPERTY MANAGEMENT, LLC

By: _____

Name: Joshua Cadillac
Title: Managing Member

AAMI-KING PROPERTY MANAGEMENT, INC.

By: _____

Name: Dennis Espinoza
Title: pres

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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 the filing of the Articles of Conversion is:
AAMI-KING PROPERTY MANAGEMENT, INC.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of FLORIDA
on SEPTEMBER 24, 2013 (Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

AAMI-KING PROPERTY MANAGEMENT, LLC

(Enter Name of Florida Limited Liability Company)

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

(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

Signed this 2 day of July 20 15

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]

Printed Name: ROI PROPERTY MANAGEMENT, LLC Title: MGRM

BY JOSHUA CADILLAL, MGRM

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: [Signature]

Printed Name: DENNIS ESPOSITO

Title: PRESIDENT

Signature: [Signature]

Printed Name: DREW EPSTEIN

Title: VICE-PRESIDENT

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

AAMI-KING PROPERTY MANAGEMENT, 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:

3495 NE 163 STREET
NORTH MIAMI BEACH, FLORIDA 33160

Mailing Address:

3495 NE 163 STREET
NORTH MIAMI BEACH, FLORIDA 33160

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:

JOIE MATTHEWS

Name

3495 NE 163 STREET

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

NORTH MIAMI BEACH

City

FL 33160

Zip

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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.

Thangy Mathews.
Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGRM

Name and Address:

ROI PROPERTY MANAGEMENT, LLC

5915 HARDING STREET

HOLLYWOOD, FLORIDA 33021

MGRM

KING REALTY II, LLC

3495 NE 163 STREET

NORTH MIAMI BEACH, FLORIDA 33160

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(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____. (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.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 605.0205 (3), 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.)

ROI PROPERTY MANAGEMENT, LLC, BY JOSHUA CADILLAC, MGRM

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)