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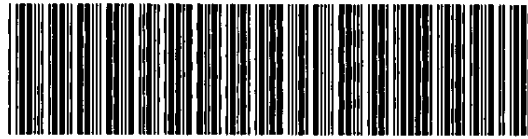
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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** JRC Family Investments, 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:

Tara L. Miller

(Contact Person)

Duane Morris LLP

(Firm/Company)

5100 Town Center Circle, Ste. 650

(Address)

Boca Raton, FL 33486

(City, State and Zip Code)

tlmiller@duanemorris.com

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

For further information concerning this matter, please call:

Tara L. Miller, FRP

at (561) 962-2113

(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

**CERTIFICATE AND PLAN OF CONVERSION  
FOR  
JRC INVESTMENT, INC.  
INTO  
JRC FAMILY INVESTMENTS, LLC**

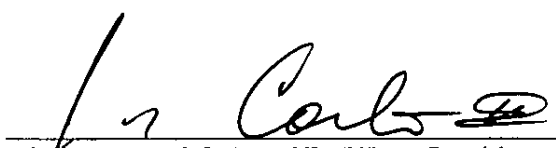
This Certificate and Plan of Conversion and attached Articles of Organization are submitted to convert **JRC INVESTMENT, INC.**, a Nevada corporation (the "Corporation"), into **JRC FAMILY INVESTMENTS, LLC**, a Florida limited liability company (the "LLC"), in accordance with Section 605.1045, Florida Statutes, and Chapter 92A of the Revised Nevada Statutes.

1. **JRC INVESTMENT, INC.**, a Nevada corporation, was formed on August 1, 1997.
2. The name of the Florida limited liability company is **JRC FAMILY INVESTMENTS, LLC**, and it will be the resulting entity which will be governed by the laws of Florida.
3. This Certificate and Plan of Conversion shall be effective upon the date of filing of this Certificate and Plan of Conversion with the Florida Department of State.
4. Pursuant to the conversion transaction, the shares of issued and outstanding stock of the Corporation ("Shares") shall be converted into membership interests ("Member Interests") in the LLC, as follows:

The Shares held by each shareholder of the Corporation immediately prior to the conversion transaction, when expressed as a percentage of the then total issued and outstanding Shares, shall be converted into the same percentage of Member Interests in the LLC such that the percentage of stock ownership in the Corporation held by each shareholder immediately prior to the conversion transaction will equal the same percentage of Member Interests in the LLC held by that (former) shareholder (and now a member of the LLC) immediately after the conversion transaction.

5. The Articles of Organization of the LLC, its charter documents, are as set forth in Exhibit A attached hereto.

The undersigned has executed this Certificate and Plan of Conversion as of the 17 day of September, 2015.

  
**JOSEPH R. COULTER, III**, as President of  
**JRC INVESTMENT, INC.**, and as sole Member  
and Manager of **JRC FAMILY INVESTMENTS,**  
**LLC**

**ARTICLES OF ORGANIZATION  
OF  
JRC FAMILY INVESTMENTS, LLC  
(a Florida limited liability company)**

The undersigned, in forming a Florida limited liability company under the Florida 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 **JRC FAMILY INVESTMENTS, LLC** (hereinafter, the "Company").

**ARTICLE II  
MAILING AND PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company is:

260 Huntinglodge Drive  
Miami Springs, FL 33166

**ARTICLE III  
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Company's registered agent are:

**CORPORATION SERVICE COMPANY**  
1201 Hays Street  
Tallahassee, FL 32301

The undersigned has executed these Articles of Organization as of this 17 day of September, 2015.

**JRC FAMILY INVESTMENTS, LLC**

By: \_\_\_\_\_

**JOSEPH R. COULTER, III, Member**

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for JRC FAMILY INVESTMENTS, LLC at the place designated in Article III of the Articles of Organization, CORPORATION SERVICE COMPANY hereby accepts the appointment as registered agent, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. CORPORATION SERVICE COMPANY is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, Florida Statutes.

**CORPORATION SERVICE COMPANY**

By: Harry D. Davis  
Name: Harry D. Davis  
Date: 9/18, 2015