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OCT 07 2015  
T SCHROEDER

Date: 10/07/2015

Account #: I20000000088

Name: Michelle Walker

Reference #: D277426

ENTITY NAME: 5085 UNIVERSITY BOULEVARD SOUTH, INC.

- Articles of Incorporation/Authorization to Transact Business
- Amendment
- Annual Report
- Change of Agent
- Reinstatement
- Conversion
- Merger
- Dissolution/Withdrawal
- Fictitious Name
- Other: GOOD STANDING

Authorized Amount: \$ 155.00

Signature: Michelle Walker

**CERTIFICATE OF CONVERSION**  
**FOR CONVERSION OF**  
**FLORIDA CORPORATION**  
**INTO**  
**FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company in accordance with Sections 607.1112 through 607.1114 and 605.1041 through 605.1046, Florida Statutes.

1. The name, jurisdiction of formation, and type of entity of the "Other Business Entity" (the "Converting Entity") immediately prior to the filing of this Certificate of Conversion is:

Name	Jurisdiction of Formation	Type of Entity	Florida Doc. #
5085 University Boulevard South, Inc. 5085 University Blvd. South Jacksonville, Florida 32216	Florida  Incorporated Effective: 8/13/2007	Corporation	P07000090482

2. The name, jurisdiction of formation, and type of entity of the Florida limited liability company (the "Converted Entity") immediately after the filing of this Certificate of Conversion is:

Name	Jurisdiction of Formation	Type of Entity
5085 University Boulevard South, LLC	Florida	limited liability company

3. The plan of conversion was approved by the Converting Entity in accordance with Sections 607.1112 through 607.1114 and 605.1041 through 605.1046, Florida Statutes.


4. The text of the Converted Entity's public organic record (i.e., the Converted Entity's Articles of Organization) is attached hereto as Exhibit A.

5. The Converted Entity has agreed to pay any shareholders claiming appraisal rights the amounts to which such shareholders are entitled under Sections 607.1301 through 607.1333, Florida Statutes.

6. This Certificate of Conversion shall be effective upon filing with the Florida Department of State.

Signed this 27<sup>th</sup> day of September, 2015

Signature of Authorized Person:

By:   
 Eddie Bssa,

President of 5085 University Boulevard South, Inc.  
 As an Authorized Representative of 5085 University Boulevard South, LLC

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**ARTICLES OF ORGANIZATION**  
**FOR**  
**5085 UNIVERSITY BOULEVARD SOUTH, LLC**

*(A Florida Limited Liability Company)*

*The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Revised Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:*

**ARTICLE 1**  
**NAME**

The name of the Limited Liability Company is: **5085 University Boulevard South, LLC** (the "Company").

**ARTICLE 2**  
**DURATION**

The duration of the Company shall be perpetual.

**ARTICLE 3**  
**NATURE OF BUSINESS**

The Company is organized for the purpose of transacting any and all lawful business.

**ARTICLE 4**  
**ADDRESS**

The initial principal office address is 5085 University Boulevard South, Jacksonville, Florida 32216, and the initial mailing address of the Company is 6066 St. Augustine Road, Jacksonville, Florida 32217.

**ARTICLE 5**  
**INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is Judie E. Farhat, and the name of the initial registered agent of the Company at that address is 6066 St. Augustine Road, Jacksonville, FL 32217.

**ARTICLE 6**  
**MEMBERSHIP CERTIFICATES**

Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. No Member of the Company may transfer, sell or assign its membership interest in the Company to any other person except as provided for in the Company's Operating Agreement.

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**ARTICLE 7  
INDEMNIFICATION**

This Company shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was manager, member, or officer of this Company, or is or was serving at the request of this Company as a manager, member, director, officer, trustee, employee or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding.

Reasonable expenses (including attorneys' fees) incurred by any member, manager, or officer in defending any civil, criminal, administrative or investigative proceeding shall be paid by the Company in advance of the final disposition of such proceeding to the fullest extent permitted under and in accordance with the laws of the State of Florida upon receipt of a promise (secured or unsecured as may be determined by the Company) by such member, manager or officer to repay such amount if it shall ultimately be determined that such member, manager or officer is not entitled to be indemnified by the Company as authorized in this Article. Such reasonable expenses (including attorneys' fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Company deems appropriate.

Notwithstanding the foregoing, indemnification or advancement of expenses shall not be made to or on behalf of any member, manager, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, manager, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of law, unless the member, manager, officer, employee, or agent had no reasonable cause to believe, or knowledge that, such conduct was unlawful.
- (b) A transaction from which the member, manager, officer, employee, or agent derived an improper personal benefit.
- (c) A distribution in violation of Section 605.0406 of the Act.
- (d) Willful or intentional misconduct or a conscious disregard for the best interests of the Company in a proceeding by or in the right of the Company to procure a judgment in its favor or in a proceeding by or in the right of a Member.
- (e) Recklessness, or an act or omission committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property in a proceeding by or in the right of someone other than the Company or a Member.
- (f) A breach of duties or obligations under Section 605.04091 of the Act, taking into account a variation of such duties and obligations provided for in the

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Company's Operating Agreement to the extent allowed by the laws of the State of Florida.

The indemnification provided by this Article shall continue as to an indemnified person who has ceased to be a member, manager, officer, employee, or agent and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors and administrators of such person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Company and each indemnified person at any time while this Article is in effect. Any repeal or modification of this Article or any repeal or modification of relevant provisions of the Florida Revised Limited Liability Company Act or any other applicable laws shall not in any way diminish the rights to indemnification of such indemnified person or the obligations of the Company arising hereunder for claims relating to matters occurring prior to the repeal or modification.

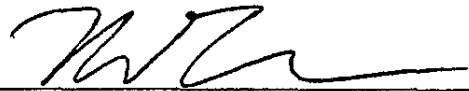
#### ARTICLE 8 MANAGEMENT

The Company shall be manager-managed in accordance with the Company's Operating Agreement.

#### ARTICLE 9 AMENDMENT

The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members and/or managers is subject to this reservation.

**IN WITNESS WHEREOF** the undersigned has executed these Articles as of the 29<sup>th</sup> day of September, 2015.



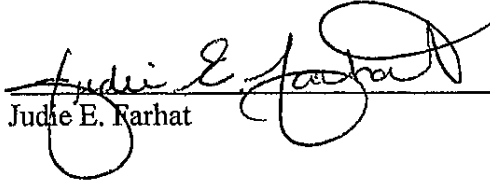
Kevin A. Kane, Authorized Representative

*(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.)*

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, Judie E. Farhat, hereby accepts the appointment as registered agent and agrees to act in this capacity. Judie E. Farhat further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Judie E. Farhat is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.

  
Judie E. Farhat

Dated: September 21, 2015

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