

L15000182341

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

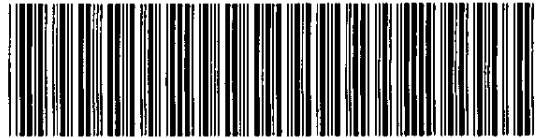
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100278042921

10/14/15--01009--023 **150.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

OCT 28 2015

T SCHROEDER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NEXT LEVEL ADMINISTRATORS, 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:

NICHOLAS PAQUETTE
(Contact Person)
FOLEY & LARDNER
(Firm/Company)
106 EAST COLLEGE AVE, SUITE 900
(Address)
TALLAHASSEE, FL 32301
(City, State and Zip Code)
BFISCHER@SUNZINSURANCE.COM
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

NICHOLAS PAQUETTE at (850) 222-6100
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$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 OF CONVERSION
for
NEXT LEVEL ADMINISTRATORS, INC.

a Florida corporation
into
NEXT LEVEL ADMINISTRATORS, LLC
a Florida limited liability company

The Articles of Conversion and attached Articles of Organization are submitted to convert Next Level Administrators, Inc., a Florida corporation, as the converting entity, into Next Level Administrators, LLC, a Florida limited liability company, as the converted entity, in accordance with Section 605.1045, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion is:

Next Level Administrators, Inc. Page-53109

(Enter Name of Other Business Entity)

2. The Converting 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.
(Enter state, or if a non-U.S. entity, the name of the country)

on June 21, 1996.

(Enter date "Other Business Entity" was first organized, formed or incorporated)

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

Next Level Administrators, LLC

(Enter Name of Florida Limited Liability Company)

6. The mailing address and street address of the principal office of the Florida limited liability company, as the converted entity, is:

22 Sarasota Boulevard
Sarasota, FL 34240

7. If not effective on the date of filing, enter the effective date: N/A.
(The effective date: 1) cannot be prior to 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.)

11. This conversion is made pursuant to a Plan of Conversion and Agreement dated as of October 11, 2015 duly adopted and approved by the Board of Directors of Next Level Administrators, Inc. and approved and executed by the sole shareholder of Next Level Administrators, Inc.. The Plan of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:30

Conversion was approved by Next Level Administrators, the converting entity, in accordance with all applicable statutes.

Signed this 11 th day of October, 2015

SIGNATURE OF AUTHORIZED REPRESENTATIVE OF LIMITED LIABILITY COMPANY:

Signature: [Signature]
Printed Name: Steven F. Herrig Title: Member

SIGNATURE ON BEHALF OF NEXT LEVEL ADMINISTRATORS, INC.

Signature: [Signature]
Printed Name: Steven F. Herrig Title: President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

PLAN OF CONVERSION

from

NEXT LEVEL ADMINISTRATORS, INC.

**a Florida corporation
(the "Converting Entity"),**

into

NEXT LEVEL ADMINISTRATORS, LLC

**a Florida limited liability company
(as the "Resulting Entity")**

October 11, 2015

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

PLAN OF CONVERSION

THIS PLAN OF CONVERSION (the "Plan of Conversion") is effective this 11th day of October, 2015, and converts:

NEXT LEVEL ADMINISTRATORS, INC.

a Florida corporation
(the "Converting Entity"),

into

NEXT LEVEL ADMINISTRATORS, LLC

a Florida limited liability company
(as the "Resulting Entity").

WITNESSETH:

WHEREAS, the Converting Entity, **NEXT LEVEL ADMINISTRATORS, INC.**, is a corporation organized and existing under the laws of the State of Florida; and

WHEREAS, the Resulting Entity, **NEXT LEVEL ADMINISTRATORS, LLC**, will be a limited liability company organized and existing under the laws of the State of Florida; and

WHEREAS, Chapter 605 of the *Revised Florida Limited Liability Company Act* permits the conversion of a Florida corporation into another business entity; and

WHEREAS, the sole shareholder of the Converting Entity has deemed it to be in its best interest and in the best interest of the Converting Entity for the Converting Entity to convert into a Florida limited liability company;

NOW, THEREFORE, the Converting Entity hereby agrees that the Converting Entity shall be converted into a Florida limited liability company in the form of the Resulting Entity in accordance with the applicable laws of the State of Florida and the terms and conditions and in the manner set forth in this Plan of Conversion.

1. The Conversion. Pursuant to the relevant provisions of *Revised Florida Limited Liability Company Act*, the Converting Entity shall be converted into the Resulting Entity upon the terms and conditions set forth in this Plan of Conversion, and the Resulting Entity shall be organized and governed as a limited liability company under the laws of the State of Florida.

2. Resulting Entity. On and after the Effective Date (as defined below) of the Conversion:

(a) The Converting Entity shall convert into the Resulting Entity and shall be governed by and subject to the laws of the State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

(b) The Converting Entity shall continue in existence without interruption in the organizational form of the Resulting Entity.

(c) All rights, title and interests to all real estate and other property owned by the Converting Entity will continue to be owned by the Resulting Entity in its new organizational form without reversion or impairment, without further act or deed, and without transfer or assignment having occurred, but subject to any existing liens or other encumbrances thereon.

(d) All liabilities and obligations of the Converting Entity shall continue to be liabilities and obligations of the Resulting Entity in its new organizational form without impairment or diminution by reason of the conversion.

(e) Any claim existing or action or proceeding pending by or against the Converting Entity shall be continue to be claims of the Resulting Entity in its new organization form as if the conversion did not occur.

(f) Neither the rights of creditors nor any liens upon the property of the Converting Entity shall be impaired by such conversion and shall continue as liens of the Resulting Entity.

Terms and Conditions of Conversion. The terms and conditions of the conversion are as follows:

(g) **Certificate of Conversion** in the form attached as Exhibit A hereto shall be duly signed and filed with the Florida Secretary of State.

(h) **Articles of Organization** in the form attached as Exhibit B hereto shall be duly signed and filed with the Florida Secretary of State.

Effective Date of Conversion. The conversion will be effective ("Effective Date") upon the filing of the Certificate of Conversion with the Secretary of State for the State of Florida.

2. Conversion of Shares to Membership Interests. Upon the conversion, the sole Shareholder's interest in the Converting Entity shall be cancelled without any further action and each outstanding share of Common Stock in the Converting Entity shall be represented by a one hundred percent (100%) membership interest in the Resulting Entity.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

IN WITNESS WHEREOF, the Converting Entity hereto has caused this Plan of Conversion to be executed on behalf of its Shareholder as of the date first written above.

SOLE SHAREHOLDER:

STEVEN F. HERRIG

An individual

By: 

Name: Steven F. Herrig

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
15 OCT 14 PM 12:00

**ARTICLES OF ORGANIZATION
FOR
NEXT LEVEL ADMINISTRATORS, LLC**

ARTICLE I - Name:

The name of the Limited Liability Company is:

NEXT LEVEL ADMINISTRATORS, 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:

22 Sarasota Boulevard
Sarasota, FL 34240

Mailing Address:

22 Sarasota Boulevard
Sarasota, FL 34240

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:

Steven F. Herrig

Name

22 Sarasota Boulevard

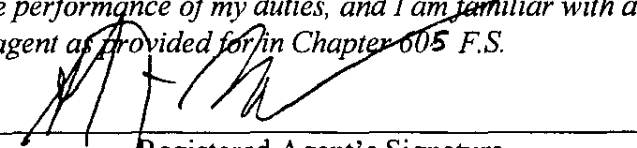
Florida street address (P.O. Box **NOT** acceptable)

Sarasota, FL 34240

City, State and Zip

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00

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.



Registered Agent's Signature
Steven F. Herrig

ARTICLE IV- Managers:

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

Title:

"AMBR" –

Authorized Member

Name and Address:

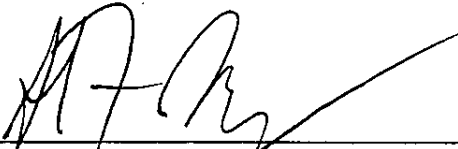
AMBR

Steven F. Herrig
22 Sarasota Boulevard
Sarasota, FL 34240

ARTICLE V: Effective date, if other than the date of filing: N/A . (OPTIONAL)

(The effective date: 1) cannot be prior to 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 Certificate of Conversion, if an effective date listed therein.)

REQUIRED SIGNATURE:



Steven F. Herrig
Manager (President)

(This Document is executed in accordance with section 605.0203(1)(b), Florida Statutes.
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.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 OCT 14 PM 12:00