

L16000025095

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

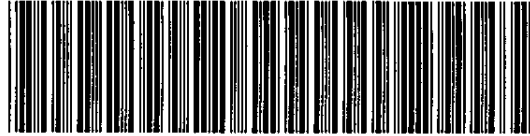
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16 FEB -3 PM 12:41  
TALLAHASSEE, FLORIDA

W116-1257

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**NIKOLAUS & HOHENADEL, LLP**  
ATTORNEYS AT LAW

DONALD H. NIKOLAUS  
JOHN P. HOHENADEL  
MATTHEW J. CREME, JR.  
JOHN F. MARKEL  
RICHARD G. GREINER  
JEFFREY A. MILLS  
MICHAEL S. GRAB  
JOSEPH G. MUZIC, JR. \*  
LISA J. MCCOY  
BARBARA REIST DILLON  
BARRY A. SOLODKY  
JOHN C. HOHENADEL  
BERNADETTE M. HOHENADEL  
WANDA S. WHARE  
ROBERT S. CRONIN, JR.  
THOMAS W. BERGEN  
ALEXANDER HENDERSON, III

COUNSEL  
BRYAN D. CUTLER  
JOSEPH J. LOMBARDO

*\*Certified Civil Trial Specialist  
By National Board of Trial Advocacy*

212 NORTH QUEEN STREET  
LANCASTER, PA. 17603

717/299-3726  
FAX 717/299-1811

Direct E-mail: akauffman@n-hlaw.com

ASSOCIATES  
MANDY LLOYD HEINZ  
ANGEL E. TORRES  
C. EDWARD BROWNE  
NATHAN E. SAXTON  
BRANDON S. HARTER  
PHILLIP J. CARAMENICO

327 LOCUST STREET  
COLUMBIA, PA. 17512  
717/884-4422  
FAX 717/884-6099

215 EAST STATE STREET  
SUITE A  
QUARRYVILLE, PA. 17566  
717/808-5139  
FAX 717/808-5428

2 EAST MAIN STREET, REAR  
STRASBURG, PA. 17578  
717/288-2088  
FAX 717/288-2087

December 23, 2015

*Via Federal Express Delivery to:*

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: TeraVerde Financial, LLC

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced limited liability company, please find the following original documents:

1. Certificate of Conversion, and
2. Articles of Organization for Florida Limited Liability Company.

These documents are being filed in connection with a change of domestication of the above-referenced entity from the Commonwealth of Pennsylvania to the State of Florida in accordance with Section 605.1045, F.S. Also, enclosed is a check payable to the Florida Department of State in the amount of \$180.00 as payment of the applicable filing fees and certified copy for the enclosed documents.

Florida Department of State  
December 23, 2015  
Page 2

Please file the documents and acknowledge filing by returning a certified copy thereof in the self-addressed, postage paid return envelope which is enclosed.

With kind regards.

Sincerely,

A handwritten signature in black ink, appearing to read 'Amy E. Kauffman', with a stylized, cursive script.

Amy E. Kauffman,  
Paralegal

/aek:00800869

Enclosures

cc: Alexander Henderson, III, Esquire  
Phillip J. Caramenico, Esquire



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 8, 2016

NIKOLAUS & HOHENADEL, LLP  
ATTN: AMY E. KAUFFMAN  
212 NORTH QUEEN STREET  
LANCASTER, PA 17603

SUBJECT: TERAVERDE FINANCIAL, LLC  
Ref. Number: W16000001257

We have received your document for TERAVERDE FINANCIAL, LLC and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey  
Regulatory Specialist II

Letter Number: 916A00000546

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January 22, 2016

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

*Via Certified Mail; Return Receipt  
Receipt No. 70143490000164975673*

**Re: TeraVerde Financial, LLC**  
**Ref. Number: W16000001257 – Corrective Filing**

Dear Sir or Madam:

Enclosed for corrective filing are Articles of Conversion for "TeraVerde Financial, LLC". The Articles of Conversion have now been signed by an authorized person for the Other Entity, and we have removed the request for an alternate effective date of filing.

A check for the filing fees of \$180.00 was submitted with our original filing. I have attached a copy of the return letter for your reference. Please return confirmation of the corrective filing to our office at your earliest convenience.

Florida Department of State  
January 22, 2016  
Page 2

Thank you for your assistance with respect to this matter and if you have any questions, please feel free to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Amy E. Kauffman', with a stylized, cursive script.

Amy E. Kauffman  
Paralegal

aek:00802050

Enclosure

cc: Alexander Henderson, III, Esquire

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

16 FEB -3 PM 12:41  
STATE  
OF FLORIDA

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:  
TeraVerde Financial, LLC

(Enter Name of Other Business Entity)

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

First organized, formed or incorporated under the laws of Pennsylvania  
on January 19, 2011 (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**:  
TeraVerde Financial, 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 22 day of December 20 15.

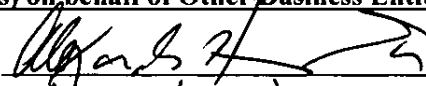
**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: 

Printed Name: Alexander Henderson, III

Title: Manager

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

Signature: 

Printed Name: Alexander Henderson

Title: Manager

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

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)

16 FEB -3 PM 12:41  
STATE  
OF FLORIDA



# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

TeraVerde Financial, 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:

805 Estelle Drive, Suite 111  
Lancaster, PA 17603

### Mailing Address:

805 Estelle Drive, Suite 111  
Lancaster, PA 17603

## 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:

James M. Deitch

Name

9072 Siesta Bay Drive

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

Naples

City

FL 34128

Zip

*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 (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

MGR

MGR

**Name and Address:**

Alexander Henderson, III

805 Estelle Drive, Suite 111

Lancaster, PA 17603

James M. Deitch

805 Estelle Drive, Suite 111

Lancaster, PA 17603

16 FEB -3 PM 12:41

(Use attachment if necessary)

**ARTICLE V:** Effective date, if other than the date of filing: December 31, 2015. (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.**

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.

Alexander Henderson, III, Member

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)**