

L16000056169

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

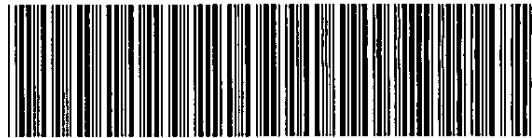
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SW
SELLER WATERMAN LLC

ATTORNEYS

Meidinger Tower, 22nd Floor
462 South Fourth Street
Louisville, Kentucky 40202
502.584.7400
502.583.2100 Fax

June 29, 2016

(Via Overnight Delivery)

Brenda Vorisek, Director
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Rhodes Investments C&B, LLC

Dear Ms. Vorisek:

Pursuant to my conversations with the Florida Department of State's General Counsel, Mr. Carlos Rey, our firm needs to "undo" a conversion of a Kentucky limited liability company filed with the State of Florida because the entity's home state, Kentucky, does not recognize such conversions. His and our understanding is that recognition of the conversion by the home state is a prerequisite for a valid conversion of a foreign entity into a Florida entity.

Accordingly, based on Mr. Rey's advice and his instruction, we submit the following documents for filing (along with the associated fees):

1. Articles of Dissolution for Rhodes Investments C&B, LLC, whose Articles of Organization were submitted with the invalid Articles of Conversion (document #L16000056169);

2. Articles of Merger and Articles of Organization for the new Florida entity with the same name, Rhodes Investments C&B, LLC.

Please be advised that the dissolved entity releases and grants the use of its name to the new, Rhodes Investment C&B, LLC.

Joseph H. Cohen
Alan N. Linker
Pamela M. Greenwell
David M. Cantor*
Kyle Anne Citrynell
Robert V. Waterman
Neil C. Bordy
Glenn A. Cohen
Anuj G. Rastogi
Sharon R. Handy
R. Kenneth Kinderman
Lester I. Adams, Jr.
Lynn M. Watson
Christopher A. Bates
Sean E. Mumaw^
Gordon C. Rose
C. Shawn Fox
Su H. Kang†
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Keith J. Larson**

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Robert S. Frey+
Irwin G. Waterman

OF COUNSEL
Paul J. Krazeise, Jr.
D. Kevin Ryan*

* Also admitted in Indiana
& Colorado
^ Also admitted in Indiana
** Also admitted in Iowa
† Also admitted in New York
- Also admitted in Ohio & Illinois

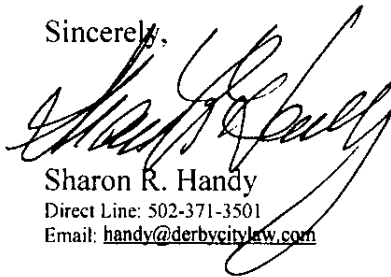
derbycitylaw.com
Office GPS Coordinates:
38.251962 -85.757494

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If you have any questions or problems with the filings, please contact me before any rejection or return is made of the enclosed documents. Thank you for your time and assistance on this matter.

Sincerely,



Sharon R. Handy

Direct Line: 502-371-3501

Email: handy@derbycitylaw.com

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: **RHODES INVESTMENTS C&B, LLC**
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

SHARON R. HANDY

(Name of Person)

SEILLER WATERMAN LLC

(Firm/Company)

462 S. FOURTH STREET, SUITE 2200

(Address)

LOUISVILLE, KENTUCKY 40202

(City/State and Zip Code)

For further information concerning this matter, please call:

SHARON R. HANDY

(Name of Person)

at (**502**) **371-3501**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee and Certificate of Dissolution

☐ \$55.00 Filing Fee, Certificate of Dissolution &
Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

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

**ARTICLES OF DISSOLUTION
FOR
A LIMITED LIABILITY COMPANY**

1. The name of a limited liability company is

RHODES INVESTMENTS C&B, LLC

2. The Articles of Organization were filed on MARCH 14, 2016 and assigned

document number L16000056169

3. The delayed effective date the dissolution if not effective on the date of filing: _____
(effective date cannot be prior to or more than 90 days later than date document is received for 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.

4. A description of occurrence that resulted in the limited liability company's dissolution pursuant to section 605.0707, Florida Statutes, (copy 605.0707 on back cover letter).

The consent of all the members. (Section 605.0707(2))

5. If there are no members, enter the name and address of the person appointed to wind up the company activities and affairs: _____

6. Signature of an authorized person or if there are no members, the signature of the person appointed and listed above to wind up the company's activities and affairs:

(X) Carl A. Rhodes
Signature

Carl A. Rhodes, Manager

Printed Name

FILING FEE: \$25.00

16 JUL - 1 PM 21 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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