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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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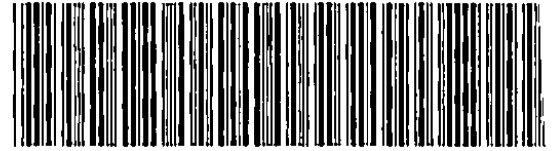
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/15/19--01021--035 ***

2019 MAR -1 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FL

Art. of Conversion
3/2/19
Dc

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Bosarge Properties, LLC

Name of Florida Limited Liability Company

The enclosed Certificate of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

James M. Flick

Contact Person

Flick Law Group, P.L.

Firm/Company

3700 S. Conway Road, Suite 100

Address

Orlando, FL 32812

City, State and Zip Code

james@jfflicklawyer.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James M. Flick

Name of Contact Person

at (407) 273-1045

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
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

CR2E106 (01/14)

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

FILE
2019 MAR -1 AM 1
SECRETARY OF STATE
TALLAHASSEE, FL

This Certificate of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is:

Bosarge Properties, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Bosarge Family Properties, LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a **limited liability company**

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of **Alabama**

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

on **March 1, 2019**

(Date of organization, formation or incorporation)

and the formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: **March 1, 2019**

(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 of the conversion under the laws governing the "Other Business Entity.")

6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 3700 S. Conway Road, Suite 100

Orlando, FL 32812

Mailing Address: 3700 S. Conway Road, Suite 100

Orlando, FL 32812

7. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 7th day of February, 20 19

Signature: Terry D. Bosarge
This must be signed by a Member or Authorized Representative

Printed Name: Terry D. Bosarge Title: Member

Fees: Filing Fee: \$25.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

**STATE OF ALABAMA
STATEMENT OF CONVERSION
FOREIGN OR NON-REGISTERED ALABAMA ENTITY TO
REGISTERED DOMESTIC ENTITY
(FORMATION OF DOMESTIC ENTITY BY CONVERSION)**

PURPOSE: In order to change the registration of a foreign entity (any entity formed outside of Alabama) or to register a previously unregistered Alabama entity (example: General Partnership, or other non-filing entities) to reflect a conversion to a domestic filing entity of any type, the entity must deliver the documentation in this form to the Alabama Secretary of State for filing pursuant to Title 10A, Chapter 1, Article 8, Code of Alabama 1975.

INSTRUCTIONS: Mail or email the completed Conversion package, (email to: miscellaneous filings@sos.alabama.gov – you must use a credit or debit card if filing via email) the filing fee of \$100.00 for standard processing or \$200.00 for expedited processing, payable by credit/debit card, check, or money order to the **Secretary of State, Business Services, P.O. 5616, Montgomery, Alabama, 36103-5616**. The Conversion will not be registered if the credit/debit card does not authorize and will be removed from the index if the check is dishonored (\$30 fee). If you desire a stamped copy re to you, supply a copy and a pre-addressed postage paid return envelope or an email address on the Payment Option/Return/Hold Sheet attached. All instructions are complete in the form: cover letters/sheets are not required will not be reviewed.

(For SOS Office Use Only)

The information completing this form must be typed or it will be returned without review.

1. Information on the **converting entity** [entity will become the converted entity named in item 2]:

The name of the converting entity as registered in Alabama if this is a qualified foreign entity or the legal name entity in jurisdiction of formation – if never registered the name from the formation documents or business license

Bosarge Properties, LLC

Legal Name of Foreign entity authorized in Alabama under a fictitious name, if applicable:

If converting entity is a qualified foreign entity, Alabama Entity ID Number : _____ - _____ (Format 000-000)

***INSTRUCTIONS TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov. Click on Business Services below the picture, click on Business Entity Search, click on Entity Name, enter the registered name of the entity (without entity ending) in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. Click on that number check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

FORMATION OF DOMESTIC ENTITY BY CONVERSION

OR Converting Entity is an Alabama non-filing entity type _____

Type of entity: _____

OR Converting Entity is foreign entity not qualified to do business in Alabama: X

Type of entity: Limited Liability Company

Jurisdiction of formation (state/country if outside of United States): Florida

The title and address of the public office where the certification of formation for the converting entity is filed

2. Information on the converted entity [the converting entity forms this entity as stated in 10A-1-8.01(c)(2)a & b entity will continue to exist and be indexed under the Alabama Entity ID Number provided in Item 1 on page 1 converting entity was a qualified foreign entity in Alabama (non-qualified foreign entities and Alabama non-filing domestic entities will be issued a Alabama Entity ID Number):

The name of the new converted domestic entity resulting from this conversion (A domestic name reservation certificate issued by the Alabama Secretary of State must be attached unless the name is not changing from a qualified converting foreign entity already registered in the State of Alabama under that name with the exception of the entity type designation):

Bosarge Family Properties, LLC

The converted name must agree with the converted entity type in accordance with and for purposes of Title 10A Chapter 1, Article 5. The converted name for a Limited Partnership or Limited Liability Limited Partnership must conform to 10A-9-1.08.

The Type of Entity formed by conversion (must check one):

- | | |
|--|---|
| <input type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership (LP) |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability Partnership (LLP) |
| <input type="checkbox"/> Professional Corporation (PC) | <input type="checkbox"/> Limited Liability Limited Partnership (LLLP) |
| <input checked="" type="checkbox"/> Limited Liability Company (LLC) | <input type="checkbox"/> Employee Cooperative Corporation |
| <input type="checkbox"/> Series Limited Liability Company (SLLC) | <input type="checkbox"/> Real Estate Investment Trust |
| <input type="checkbox"/> Professional Limited Liability Company (PLLC) | |

FORMATION OF DOMESTIC ENTITY BY CONVERSION

Street (No PO Boxes) Address of Converted Entity: 8366 Via Rosa, Orlando, FL 32836

Mailing Address (if different) _____

Name of registered agent for service of process (MUST be physically located in Alabama):

Individual: Shannon Damrich

Organization/Entity: Name: _____ AL ID #: _____

Street (No PO Boxes) Address of initial registered office (MUST be physically located in Alabama and the which the Registered Agent is located and available for service):

771 Wesley Ave., Mobile, AL 36609

Mailing Address in Alabama (if different) _____

The following attachments must be included with the filing based on type of converted entity:

- Business Corporation: attachment stating the number of shares the corporation is authorized to issue; and addresses of individuals who will serve as the initial directors; and purpose or purposes for which the corporation is formed (10A-2-2.02)
- Professional Corporations: attachment stating the number of shares the corporation is authorized to issue; names and addresses of individuals who will serve as the initial directors and; purpose or purposes for which the corporation is formed (10A-4-1.02) and; a statement that the converted entity is formed under 10A-4-1.02
- Nonprofit Corporation: attachment stating if the nonprofit corporation is to have members or a statement that there are to be no members; number of initial directors constituting the initial board of directors and; names and addresses of the initial directors (10A-3-3.02)
- Limited Liability Company (also SLLCs and PLLCs): attachment stating that there is at least one member in the Limited Liability Company (10A-5A-2.01)
- Limited Partnership: the name and the street and mailing address of each general partner must be attached (10A-9-2.01); and each general partner must sign this formation by conversion document (10A-1-3.04)
- Limited Liability Partnership: a brief statement of the business in which the partnership engages (10A-10.01)
- Limited Liability Limited Partnership: by definition the LLLP follows the filing format of the Limited Partnership above (10A-9-1.02(9) and (11))
- Other: if this converted entity is a type not listed above you must provide any information required by Title 10A for formation of that type of entity.

FORMATION OF DOMESTIC ENTITY BY CONVERSION

The undersigned reviewed and agree with the following numbered statements 3 through 9:

3. The surviving domestic entity is formed by conversion.
4. The duration of the entity shall be perpetual unless otherwise stated by attachment. ~~[The entity will continue until it is dissolved, terminated, cancelled, or revoked in accordance with Title 10A.]~~
5. If the converting entity is a foreign entity formed outside of Alabama, the undersigned certify that the conversion is permitted by the law of the state or country under whose law the converting foreign entity was formed and the converting foreign entity has complied with that law in effecting this conversion (10A-1-8.04).
6. The undersigned certify that if the converted entity is one in which one or more owners lack limited liability protection, each owner who is to become an owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01.
7. The undersigned certify that this conversion was approved pursuant to 10A-1-8.01.

8. **Notification for ANNUAL REPORT requirements:**

Business Corporations and Professional Corporations: The annual report is filed as an addendum to the Business Privilege Tax Return with the Alabama Department of Revenue. The fee is \$10.00 (10A-2-16.22). Contact the Alabama Department of Revenue for filing instructions, dates, and forms.

Nonprofit Corporations, Limited Liability Companies, Limited Partnerships (LP), and Limited Liability Partnerships (LLLP): No annual report is required.

9. Other terms and conditions not inconsistent with Alabama Code Title 10A and additional authorized signature: be added by attachment.

X This filing will have a delayed effective date of March / 01 / 2019 and time 09 : 00 am or pm. The delayed effective date may not be prior to the date received and accepted for filing by the Alabama Secretary of State. The date may be any date after the date the filing is received and filed not to exceed ninety (90) days after the signing of this document.

FORMATION OF DOMESTIC ENTITY BY CONVERSION

Signature Page

More than one authorized person may sign (for a LP or LLLP all General Partners must sign).

1-31-2019
Date

Terry D. Bosarge, as Manager
Typed Name and Title of Signature Below

Terry D. Bosarge
Signature of Person Authorized to Sign per 10A-1-4.01, Alabama

1-31-2019
Date

Wade E. Bosarge, Jr., as Manager
Typed Name and Title of Signature Below

Wade E. Bosarge Jr.
Signature of Person Authorized to Sign per 10A-1-4.01, Alabama

Date

Typed Name and Title of Signature Below

Signature of Person Authorized to Sign per 10A-1-4.01, Alabama