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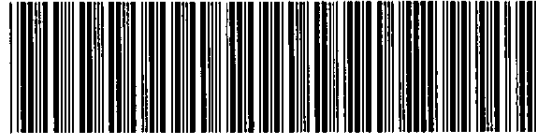
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C. GOLDEN

MAR 22 2017



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Account#: I20000000088

Date: 03/22/2017

Name: Marisa Kugelmann

Reference #: D299150

ENTITY NAME: ENRICHED CHARTERS LLC

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Annual Report

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other: \_\_\_\_\_

*\*Please retain original  
file date\**

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TALLAHASSEE, FLORIDA

Authorized Amount: \$150.00

Signature: *M. Kugelmann*

115 North Calhoun Street, Suite #4, Tallahassee, FL 32301

Telephone: (866) 625-0838 Fax: (866) 625-0839 International +1 (212) 947-7200

Website: [www.nationalcorp.com](http://www.nationalcorp.com)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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2017 MAR 17 PM 4:50

CLERK OF THE  
TALLAHASSEE, FLORIDA

March 22, 2017

NATIONAL CORPORATE RESEARCH, LTD.

SUBJECT: ENRICHED LLC  
Ref. Number: W17000023672

We have received your document for ENRICHED LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The entity's date of incorporation/organization must be listed in the document.

Please return the corrected original and one copy of 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.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 817A00005419

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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2017 MAR 17 PM 4:50

STATE OF FLORIDA  
TALLAHASSEE

March 20, 2017

NATIONAL CORPORATE RESEARCH, LTD.

SUBJECT: ENRICHED LLC  
Ref. Number: W17000023672

We have received your document for ENRICHED LLC and the authorization to debit your account in the amount of \$150.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must contain the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The following suffixes are no longer acceptable: "Limited Company," "L.C.," "LC.," "Ltd.," and "Co."

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 the corrected original and one copy of 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.

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Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 217A00005264

**ARTICLES OF CONVERSION  
FOR  
CONVERSION OF  
A FOREIGN LIMITED LIABILITY COMPANY  
INTO  
A FLORIDA LIMITED LIABILITY COMPANY**

2017 MAR 17 PM 4:50

*These Articles of Conversion and the attached Articles of Organization are submitted to convert the following foreign limited liability company into a Florida limited liability company in accordance with Section 605.1041 through 605.1046, F.S.:*

1. The name, jurisdiction of formation, and type of entity of the foreign entity (the "Converting Entity") immediately prior to the Effective Time (as defined below) is:

Name	Jurisdiction and Date of Formation	Type of Entity
Enriched LLC	Delaware - December 23, 2010	limited liability company

2. The name, jurisdiction of formation, and type of entity of the resulting entity (the "Converted Entity") immediately after the Effective Time is:

Name	Jurisdiction of Formation	Type of Entity
Enriched Charters LLC	Florida	limited liability company

3. The conversion was approved by the Converting Entity in accordance with the law of its jurisdiction of formation and by each member of the Converting Entity who, as a result of the conversion, will have interest holder liability under 605.1043(1)(b), F.S., and whose approval is required.

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 all of the members of any limited liability company with appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061 through 605.1072, F.S.

7. The conversion shall be effective upon filing of these Articles of Conversion with the Secretary of State of the State of Florida.

Signed this 15 day of March, 2017.

**ENRICHED LLC, a Delaware  
limited liability company**

By: \_\_\_\_\_

Philip C. Rielly, Manager

**ENRICHED CHARTERS LLC, a Florida  
limited liability company**

/s/ Mitchell D. Schepps

By: \_\_\_\_\_

Mitchell D. Schepps, Authorized Person

**EXHIBIT A**

ARTICLES OF ORGANIZATION OF ENRICHED CHARTERS LLC

[See attached]

2017 DEC 17 PM 4:50  
11/17/17

**ARTICLES OF ORGANIZATION  
FOR  
ENRICHED CHARTERS LLC**

*(A Florida Limited Liability Company)*

2017 MAR 17 10:50

*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: ENRICHED CHARTERS LLC (the "Company").

**ARTICLE 2**

**DURATION**

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. 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 permitted under the Act, including, but not limited to, ownership of real and personal property.

**ARTICLE 4**

**ADDRESS**

The initial principal office address and mailing address of the Company is 83 Isla Bahia Drive, Fort Lauderdale, FL 33316.

**ARTICLE 5**

**INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is 600 Brickell Avenue, Suite 3500, Miami, Florida 33131, and the name of the initial registered agent of the Company at that address is GY Corporate Services, Inc.

**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.

## ARTICLE 7

### INDEMNIFICATION

The 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 is or was manager, member, or officer of the Company, or is or was serving at the request of the 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 in connection with such action, suit or proceeding.

Expenses (including attorney's 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 upon receipt of an undertaking (secured or unsecured as may be determined by the Company) by or on behalf of 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 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 criminal law, unless the member, manager, officer, employee, or agent had no reasonable cause to believe 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 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.

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 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. The initial manager is Philip C. Rielly.

#### **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 is subject to this reservation.

**IN WITNESS WHEREOF** the undersigned has executed these Articles this 7<sup>th</sup> day of March, 2017.

/s/ Mitchell D. Schepps

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Mitchell D. Schepps, Authorized Person

*(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.)*

### 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, GY Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. GY Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.

GY CORPORATE SERVICES, INC.

/s/ William Hyland

By: \_\_\_\_\_  
William Hyland, Vice President

Dated: February 27, 2017

FILED  
2017 FEB 27 PM 4:50  
CLERK OF SUPERIOR COURT  
JACKSONVILLE, FLORIDA