

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STEVEN H. KANE\*  
JEFFREY M. KOLTUN\*\*

\*L.L.M. in Taxation  
Florida Board Certified in  
Wills, Trusts and Estates

\*\*Also admitted in Ohio  
and Kentucky

KANE AND KOLTUN  
ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
150 SPARTAN DRIVE, SUITE 100  
MAITLAND, FLORIDA 32751  
TELEPHONE: (407) 661-1177 • TELEFAX: (407) 660-6031  
E-MAIL: LAWOFFICES@KANEANDKOLTUN.COM

IRINA G. DOLINSKIY\*\*\*  
ELINA G. VALENTINE

\*\*\*Also admitted in New York

January 26, 2017

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

Re: Robertson, Johnson Warehouses, Inc.

Dear Sir or Madam:

In connection with the conversion of the above Delaware corporation into a Florida limited liability company, I have enclosed the following:

1. An original and one copy of the Articles of Conversion for Robertson, Johnson Warehouses, Inc. for conversion into a Florida limited liability company;
2. An original and one copy of the Articles of Organization for Robertson, Johnson Warehouses, LLC to be formed as a Florida limited liability company; and
3. A check in the amount of \$150.00 (\$25.00 for the conversion and \$125.00 for the Articles of Organization), payable to the Florida Department of State to cover the filing fees.

Please endorse your approval of the Articles of Conversion and Articles of Organization on the additional signed copies and return the docketed copies to me.

Please contact me if you have any questions or need additional information.

Sincerely,



Dale Barnett  
Paralegal

Enclosures

**ARTICLES OF CONVERSION  
FOR  
OTHER BUSINESS ENTITY  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

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 Section 605.1045, *Florida Statutes*.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Robertson, Johnson Warehouses, Inc.
2. The Other Business Entity is a corporation first organized and formed under the laws of the State of Florida on April 17, 1928.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Robertson, Johnson Warehouses, LLC.
4. The conversion of Robertson, Johnson Warehouses, Inc., a Florida corporation, to Robertson, Johnson Warehouses, LLC, a Florida limited liability company, shall become effective upon the filing of these Articles of Conversion with the Department of State of the State of Florida.
5. The plan of conversion has been approved in accordance with all applicable statutes, including Section 605.1043, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned have executed this Articles of Conversion on January 26, 2017.

Robertson, Johnson Warehouses, LLC  
Florida Limited Liability Company

Robertson, Johnson Warehouses, Inc.  
Other Business Entity

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

Robert A. Robertson, Jr.  
Authorized Representative

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

Robert A. Robertson, Jr.  
Vice President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

17 FEB -9 AM 7:25

FILED

**ARTICLES OF ORGANIZATION  
OF  
ROBERTSON, JOHNSON WAREHOUSES, LLC**

The undersigned authorized representative, acting pursuant to Chapter 605, *Florida Statutes*, hereby forms a limited liability company in accordance with the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF THE LIMITED LIABILITY COMPANY**

The name of the Limited Liability Company is: Robertson, Johnson Warehouses, LLC

**ARTICLE II - PERIOD OF DURATION; EFFECTIVE DATE**

The Limited Liability Company shall exist perpetually, commencing at the date and time of filing of these Articles of Organization, as evidenced by the Florida Department of State's date and time endorsement.

**ARTICLE III - MAILING ADDRESS AND STREET ADDRESS OF  
THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY**

The mailing address of the Limited Liability Company is 218 DeSoto Drive, New Smyrna Beach, Florida 32169, and the street address of the principal office of the Limited Liability Company is 218 DeSoto Drive, New Smyrna Beach, Florida 32169.

**ARTICLE IV - NAME AND STREET ADDRESS OF  
INITIAL REGISTERED AGENT**

The name of the initial registered agent of the Limited Liability Company is Jeffrey M. Koltun. The street address of the initial registered agent is 150 Spartan Drive, Suite 100, Maitland, Florida 32751.

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, *Florida Statutes*.

  
Jeffrey M. Koltun

#### **ARTICLE V - MANAGEMENT**

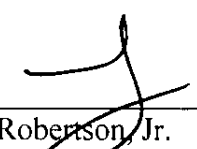
The name and address of each person authorized to manage and control the Limited Liability Company are as follows:

<u>Name and Address</u>	<u>Title</u>
Thomas W. Johnson 1876 Turnberry Terrace Orlando, Florida 32804	Manager
Robin R. Johnson 1876 Turnberry Terrace Orlando, Florida 32804	Manager
Robert A. Johnson, Jr. 218 Desoto Drive New Smyrna Beach, Florida 32169	Manager

#### **ARTICLE VI - PURPOSE**

The Limited Liability Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under Chapter 605 of the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization on January 26, 2017.

  
Robert A. Robertson, Jr.  
Authorized Representative