

L17000072005

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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17 MARCH 2017 8:45

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C. GOLDEN

APR - 3 2017

Holland & Knight

Requester's Name  
315 South Calhoun Street, suite 600

Address  
Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

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TALL

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Professional Sales & Logistics Services, LLC  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

OTHER FILINGS

- ☐ Annual Report  
☒ Fictitious Name  
*Conversion*

AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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17 MAR 31 PM 4:58

Examiner's Initials

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TALLAHASSEE, FL 32301

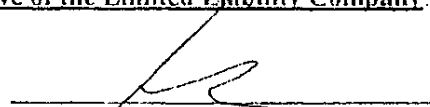
**CERTIFICATE OF CONVERSION  
FOR  
"OTHER BUSINESS ENTITY"  
INTO  
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate 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 this Certificate of Conversion is Professional Sales & Logistics Services, Corp. **P15000018875**
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on February 24, 2015.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Professional Sales & Logistics Services, LLC.
5. This Certificate of Conversion is effective as of the date of filing with the Florida Secretary of State.
6. The plan of conversion has been approved in accordance with all applicable statutes.
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 the applicable sections of the Florida Statutes.

Signed this 31<sup>st</sup> day of March, 2017.

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

  
\_\_\_\_\_  
Juan Menadier  
President

**Signature on behalf of Other Business Entity:**

  
\_\_\_\_\_  
Juan Menadier  
President

FILED

2017 MAR 31 PM 2:00

**ARTICLES OF ORGANIZATION  
OF  
PROFESSIONAL SALES & LOGISTICS SERVICES, LLC**

The undersigned, being a duly authorized representative of the Member(s), desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is Professional Sales & Logistics Services, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The principal and mailing address of the Company is:

12200 NW 25<sup>th</sup> Street, Suite 100  
Miami, FL 33182

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 2020 Ponce De Leon Blvd, Suite 905A, Coral Gables, Florida 33134 as the street address of the initial registered office of the Company and names Stephen J. Kolski as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV  
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Florida Revised Limited Liability Act, as amended from time to time.

**ARTICLE V  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

**ARTICLE VI**  
**MANAGER(S)**

The name and address of the initial Manager of the Company is:

Juan Menadier  
12200 NW 25<sup>th</sup> Street, Suite 100  
Miami, FL 33182

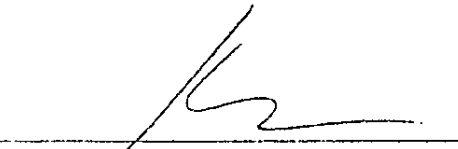
**ARTICLE VII**  
**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

**ARTICLE VIII**  
**ADDITIONAL MEMBERS**

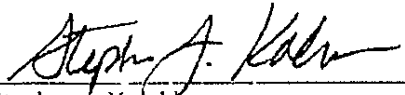
Additional Members may be admitted upon the written consent of the majority ownership interest, and in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 31<sup>st</sup> of March, 2017.

  
\_\_\_\_\_  
Name: Juan Menadier  
Duly Authorized Representative of the  
Member(s)

## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for PROFESSIONAL SALES & LOGISTICS SERVICES, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 31<sup>st</sup> day of MARCH, 2017.

  
\_\_\_\_\_  
Stephen J. Kolski

2017 MAR 31 PM 2:00  
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