

L17000092103

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

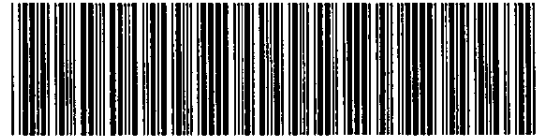
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800297358778

04/14/17--01022--029 **25.00

03/31/17--01043--016 **130.00

FILED
17 APR 25 AM 11:30
ALABAMA SECRETARY OF REVENUE

T. BURCH

APR 26 2017

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Elliott's Walk-In Coolers & Freezers LLC
(Name of Resulting Florida Limited Company)

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

Please return all correspondence concerning this matter to:

Charles E Boldt Jr
(Contact Person)
Elliott's Walk-In Coolers & Freezers LLC
(Firm/Company)
2109 Edison Street
(Address)
Jacksonville, FL 32204
(City, State and Zip Code)
chuck@elliottscoolers.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Charles E. Boldt Jr. at (904) 759-5633
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☐ \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
☒ \$155.00 Filing Fees and Certificate of Status
☐ \$180.00 Filing Fees and Certified Copy
☐ \$185.00 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center
Circle Tallahassee, FL
32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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

FILED
17 APR 25 AM 11:30
CLERK OF THE
SOUTH FLORIDA
DEPARTMENT OF
REVENUE

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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:

Elliott's Coolers & Freezers Inc DL6-10692
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida
on 02/02/2016 (Enter state, or if a non-U.S. entity, the name of the country)
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Elliott's Walk-In Coolers & Freezers LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

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.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. 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 10th day of April 2017.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Charles E. Boldt, Jr.
Printed Name: Charles E. Boldt, Jr. Title: Managing Member

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: Charles E. Boldt, Jr.
Printed Name: Charles E. Boldt, Jr. Title: President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

FILED
17 APR 25 AM 11:30
CLERK OF SUPERIOR COURT
ALABAMA

ARTICLES OF ORGANIZATION
OF
FLORIDA LIMITED LIABILITY COMPANY

FILED
17 APR 25 AM 11:30
ALACHUA COUNTY, FLORIDA

The undersigned do hereby associate for the purpose of becoming a limited liability company under the laws of the State of Florida, and do hereby certify that the following Articles of Organization have been adopted:

ARTICLE I

The name of the limited liability company is **ELLIOTT'S WALK-IN COOLERS AND FREEZERS LLC.**

ARTICLE II

This limited liability company shall have perpetual existence and its existence shall commence on the date which these articles are filed.

ARTICLE III

This limited liability company is organized to engage in any and all lawful purposes, activity or business which limited liability companies may be permitted under the laws of the United States and of the State of Florida; including but not in any way limiting its power, to buy, hold own, work, develop, improve, divide, sub-divide, manufacture, process, sell, convey, lease mortgage, pledge, exchange and otherwise deal in and dispose of, on its own account or on commission, property of all kinds, real, personal, and mixed, including stocks, bond and securities issued or created by any other limited liability companies in any state or county.

ARTICLE IV

The street address of the initial registered office of this limited liability company is 2109 Edison Ave, Jacksonville, FL 32204 and the name of the initial registered agent at that address is Charles E. Boldt Jr.

The principal office address and mailing address of this limited liability company is 2109 Edison Ave, Jacksonville, FL 32204.

ARTICLE V

The name and address of the Managing Members/Managers who, subject to the provisions of these Articles of Organization and the laws of the State of Florida, shall hold office until their resignation, removal from office, or death, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Boldt Jr.	2109 Edison Ave, Jacksonville, FL 32204

ARTICLE VI

The name and address of the organizer is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Boldt Jr.	2109 Edison Ave, Jacksonville, FL 32204

ARTICLE VII

This limited liability company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred on shareholders herein are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned organizer has hereunto set his hand and seal this 5th day of April 2017, for the purpose of forming this limited liability company under the laws of the State

of Florida, and he hereby makes and files, in the office of the Secretary of State of Florida, these Articles of Organization and certifies that the facts herein stated are true.

A handwritten signature in black ink, appearing to read "Charles E. Boldt, Jr.", written over a horizontal line.

Charles E. Boldt, Jr.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY
BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, ELLIOTT'S WALK-IN COOLERS AND
FREEZERS LLC. desiring to organize under the laws of the State of Florida, with its registered office,
as indicated in the Articles of Organization, at the City of Jacksonville, County of DUVAL, State of
Florida, has named Charles E. Boldt, Jr. located at 2109 Edison Ave, Jacksonville, FL 32204, as its
resident agent to accept service of process within this state.

ACKNOWLEDGEMENT

The undersigned having been named to accept service of process for the above state limited
liability company, at the place designated in this certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative to keeping my office open

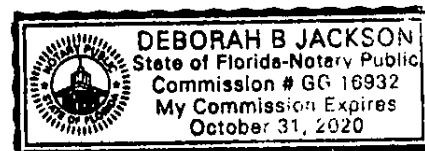

Charles E. Boldt, Jr.

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared Julian Brown, to me well known and known to me to be the
individual described in and who executed the foregoing Certification of Registered Agent status, and
acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal this 5th day of April, 2017.


Notary Public State of Florida



FILED
17 APR 25 AM 11:30
JACKSONVILLE, FLORIDA