

L17000094872

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(Business Entity Name)

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DIVISION OF CORPORATIONS
17 MAY - 1 AM 10:05
17 MAY - 1 AM 9:19



ERIC S. HAUG
LAW & CONSULTING, P.A.

eric@erichaug.com
POST OFFICE BOX 12031
TALLAHASSEE, FLORIDA 32317

P: 850.583.1480
C: 850.251.2463
F: 855.825.4449

May 1, 2017

New Filing Section
Division of Corporations
P.O. Box 6327
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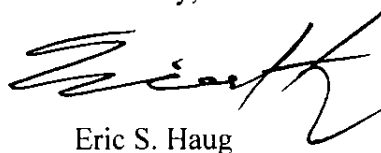
RE: Open Nest, Inc.

Enclosed please find the Articles of Conversion for an Other Business Entity into a Florida Limited Liability Company for filing. Please return all correspondence concerning this matter to me at the above address. Please also use the above email address for future annual report notifications.

Also enclosed is check number 8178 in the amount of \$150.00 in payment of the filing fees for the Articles of Conversion, Articles of Organization and designation of registered agent.

Please do not hesitate to call if you have any questions and thank you in advance for your attention to this matter.

Sincerely,



Eric S. Haug

Enclosures

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DIVISION OF CORPORATIONS
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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 s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
Open Nest, Inc. PIS-51185
(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
(Enter state, or if a non-U.S. entity, the name of the country)
on June 15, 2015.
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Open Nest, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: May 1, 2017.
(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.)

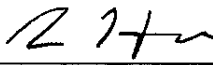
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

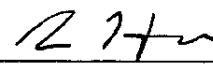
6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 27th day of April 2017.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: James A. Himel Title: Member

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

Signature: 
Printed Name: James A. Himel 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)

**ARTICLES OF ORGANIZATION
OF
OPEN NEST, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of this Limited Liability Company is: OPEN NEST, LLC

**ARTICLE II
ADDRESS**

The principal office and mailing address of this Limited Liability Company are:

Principal Office Address:
1534 Oak Street, Suite 302
Jacksonville, Florida 32204

Mailing Address:
1534 Oak Street, Suite 302
Jacksonville, Florida 32204-3932

**ARTICLE III
PURPOSES AND POWERS**

This Limited Liability Company is organized for any and all lawful business.

**ARTICLE IV
AUTHORIZED UNITS OF OWNERSHIP**

The number of Units of Ownership this Limited Liability Company is authorized to issue are:

100 Voting Units

**ARTICLE V
EFFECTIVE DATE AND DURATION**

This Limited Liability Company shall commence its existence on May 1, 2017, and shall exist perpetually thereafter unless sooner dissolved according to law.

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CLERK OF STATE
DIVISION OF CORPORATIONS
17 MAY -1 AM 10:05

ARTICLE VI
REGISTERED OFFICE AND AGENT

The name and Florida address of the registered agent of this Limited Liability Company are as follows:

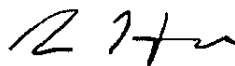
<u>Name</u>	<u>Address</u>
Eric S. Haug Law & Consulting, P.A.	401 East Virginia Street Tallahassee, Florida 32301

ARTICLE VII
MANAGEMENT AND CONTROL

This Limited Liability Company shall be member-managed and is, therefore, a member managed company. The names and the addresses of the initial members who are authorized to manage and control this Company are:

<u>Title</u>	<u>Name</u>	<u>Address</u>
AMBR	James A. Himel	1534 Oak Street, Suite302 Jacksonville, Florida 32204
AMBR	Tyler Wakstein	1534 Oak Street, Suite 302 Jacksonville, Florida 32204

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 27th day of April, 2017.



James A. Himel, Authorized Member

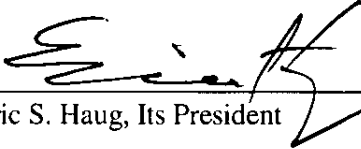
(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, Florida Statutes.)

CERTIFICATE OF ACCEPTANCE
OF DESIGNATION AND APPOINTMENT AS
REGISTERED AGENT OF OPEN NEST, LLC

Pursuant to Chapter 605, Florida Revised Limited Liability Act, Eric S. Haug Law & Consulting, P.A, 401 East Virginia Street, Tallahassee, Florida 32301, 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.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Acceptance to be executed at Tallahassee, Florida, on this 27th day of April, 2017.

Eric S. Haug Law & Consulting, P.A., a
Florida Professional Association



Eric S. Haug, Its President