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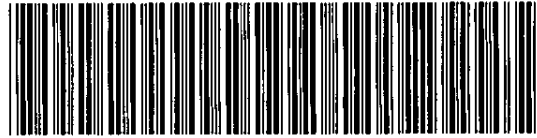
(Business Entity Name)

(Document Number)

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17 JUL -6 PM 2:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W7-41640

T. BURCH

JUL 7 2017

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Everglade Holdings, 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:

Thomas O. Wells, Esq.

(Contact Person)

Wells & Wells, P.A.

(Firm/Company)

540 Biltmore Way

(Address)

Coral Gables, FL 33134

(City, State and Zip Code)

mechelle@twellsllaw.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Thomas O. Wells

at (305) 444-0016

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 16, 2017

THOMAS O WELLS ESQ  
540 BILTMORE WAY  
CORAL GABLES, FL 33134

SUBJECT: EBERGALDE HOLDINGS, LLC  
Ref. Number: W17000041640

We have received your document for EBERGALDE HOLDINGS, 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):

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 appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Please return 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.

Tim Burch  
Regulatory Specialist III

Letter Number: 917A00009707

**Articles of Conversion of**  
**HOPKINS HOLDINGS LIMITED PARTNERSHIP, a Nevada limited partnership,**  
**with and into**  
**SURFSIDE HOLDINGS, LLC, a Florida limited liability company**

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17 JUL -6 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Articles of Conversion and the attached Articles of Organization are submitted to convert Hopkins Holdings Limited Partnership, a limited partnership organized under the laws of the State of Nevada, into Surfside Holdings, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Section 605.1041(3), Florida Statutes, and Section 92A.195(2), Nevada Revised Statutes.

1. Hopkins Holdings Limited Partnership, a limited partnership organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Nevada was formed on April 21, 2000, under Entity Number LP1390-2000.
2. The name of the Florida limited liability company into which Hopkins Holdings Limited Partnership will be converted is Surfside Holdings, LLC. The Articles of Organization of Surfside Holdings, LLC are attached to this Certificate of Conversion.
3. The conversion of Hopkins Holdings Limited Partnership, a Nevada limited partnership, into Surfside Holdings, LLC, a Florida limited liability company, is in compliance with Chapter 92A of the Nevada Revised Statutes, as amended ("NRS"), and the Florida Revised Limited Liability Company Act, as amended, Chapter 605 (the "LLC Act").
4. The conversion of Hopkins Holdings Limited Partnership, a Nevada limited partnership, into Surfside Holdings, LLC and the Articles of Organization of Surfside Holdings, LLC were approved by all of the general partners and limited partners of Hopkins Holdings Limited Partnership, in accordance with the provisions of NRS Section 92A.140.
5. The address of the principal office of Surfside Holdings, LLC is 6005 Le Lac Road, Boca Raton, FL 33496.
6. In that this conversion complies with Revenue Rulings 84-52, 1984-1 C.B. 157, and 95-37, 1995-1 C.B. 130, and Section 721 of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for Surfside Holdings, LLC will be 58-2540114 which is the same Federal employer identification number of Hopkins Holdings Limited Partnership, and Hopkins Holdings Limited Partnership will not terminate and its tax year will not close. The conversion will be treated as a tax-free transaction.
7. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
8. No partner of Hopkins Holdings Limited Partnership has any appraisal rights as a dissenting owner or partner per any contractual right as contemplated by NRS Section 92A.350.

IN WITNESS WHEREOF, the undersigned has executed these Articles and Certificate of Conversion as of the 24<sup>th</sup> day of May, 2017.

**Hopkins Holdings Limited Partnership**, a Nevada limited partnership

By: Michele Hopkins  
Michele Hopkins, as a general partner

**Surfside Holdings, LLC**, a Florida limited liability company

By: Hopkins Control Corporation, its manager

By: R Ade  
Robert Ade, as President and Manager

ARTICLES OF ORGANIZATION  
OF  
SURFSIDE HOLDINGS, LLC  
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I  
NAME

The name of the limited liability company is Surfside Holdings, LLC (hereinafter, the "Company").

ARTICLE II  
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 6005 Le Lac Road, Boca Raton, Florida 33496.

ARTICLE III  
MANAGER MANAGED

The Company shall be a manager-managed Florida limited liability company in accordance with Section 605.0407(1)(a), Florida Statutes, and its initial manager shall be Hopkins Control Corporation.

ARTICLE IV  
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Hopkins Control Corporation, 6005 Le Lac Road, Boca Raton, Florida 33496.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 24<sup>th</sup> day of May, 2017.

Hopkins Control Corporation, a Florida corporation  
as its manager

By: Michele Hopkins  
Michele Hopkins, director

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Surfside Holdings, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned 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, Florida Statutes.

Hopkins Control Corporation, a Florida corporation

By: Michele Hopkins  
Michele Hopkins, director

Dated: May 24, 2017

FILED  
17 JUL -6 PM 2:08  
CLERK OF STATE  
TALLAHASSEE, FLORIDA