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GASSMAN, CROTTY & DENICOLO, P.A.

ATTORNEYS AT LAW

ALAN S. GASSMAN*+
KENNETH J. CROTTY***^
CHRISTOPHER J. DENICOLO***

*LL.M. IN TAXATION
+BOARD CERTIFIED LAWYER
WILLS, TRUSTS AND ESTATES
***LL.M. IN ESTATE PLANNING
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1245 COURT STREET
SUITE 102
CLEARWATER, FL 33756
TELEPHONE: (727) 442-1200
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November 13, 2017
VIA UPS

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

Re: THOMAS W. CAREY & ASSOCIATES, P.A.
Document Number P96000004124

Dear Sir/Madam:

Attached for filing please find a Certificate of Conversion and Articles of Conversion whereby THOMAS W. CAREY & ASSOCIATES, P.A. will convert into THOMAS W. CAREY & ASSOCIATES, P.L.L.C.

Also enclosed please find a check made payable to Department of State in the amount of \$150.00 for filing fees.

Please provide our office with confirmation of filing.

If you have any questions on the attached, please contact Tina Arvin of my office at 727-442-1200 x. 241.

Best personal regards,


Alan S. Gassman

ASG:*try

Enclosures

cc: Thomas W. Carey, Esq. (w/ encl. via email tcarey@careyandleisure.com)

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:
THOMAS W. CAREY & ASSOCIATES, P.A. 796-4124

(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 01/12/1996
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
THOMAS W. CAREY & ASSOCIATES, P.L.L.C.

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____.
(The effective date: 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.)

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.

17 NOV 15 2019
RECEIVED
FLORIDA DEPARTMENT OF STATE

Signed this 13th day of November 2017.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Printed Name: THOMAS W. CAREY

Title: Manager

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

Signature: _____

Printed Name: THOMAS W. CAREY

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)

17 NOV 15 2:10:55
CLERK OF CIRCUIT COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF DADE
FLORIDA

Audit Fax #: _____

**ARTICLES OF ORGANIZATION
OF
THOMAS W. CAREY & ASSOCIATES, P.L.L.C.,
a Florida Professional Limited Liability Company**

**ARTICLE I
NAME**

The name of this Professional Limited Liability Company is THOMAS W. CAREY & ASSOCIATES, P.L.L.C. (the "Company").

**ARTICLE II
ADDRESS**

The initial mailing address of the Professional Limited Liability Company is:

622 Bypass Drive, Suite 100
Clearwater, FL 33764

The initial street address of the principal office of the Professional Limited Liability Company is:

622 Bypass Drive, Suite 100
Clearwater, FL 33764

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE:**

The name and Florida street address of the Registered Agent is:

THOMAS W. CAREY
622 Bypass Drive, Suite 100
Clearwater, FL 33764

17 MAY 15 PM 10:55
NOTED
FBI

Having been named as Registered Agent and to accept service of process for the above stated professional 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

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar #: 371750

Audit Fax #: _____

am familiar with and accept the obligations of my position as Registered Agent as provided for on Chapter 605, F.S.



Registered Agent's Signature (REQUIRED)

ARTICLE IV MANAGER OR MANAGING MEMBER

The name and address of the Manager or Managing Member is as follows:

Title:
MGMR

Name and Address:
THOMAS W. CAREY
622 Bypass Drive, Suite 100
Clearwater, FL 33764

17 DEC 13 11:10:56
CLEARWATER, FL 33764

ARTICLE V ADMISSION OF NEW MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

The manager may admit new members in its sole and unfettered discretion subject only to the condition that such additional member must agree in writing to be bound as a member by the Operating Agreement of the Company.

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the professional limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company shall be:

The death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company shall not terminate the company, and the business of the company shall be automatically continued, so long as there is at least one remaining member.

Alan S. Gassman, Esquire
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ARTICLE VII NATURE OF BUSINESS

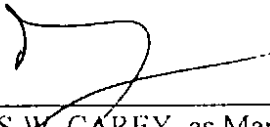
The purpose for which the professional limited liability company is organized shall be to engage in and carry on all branches of the practice of law within the State of Florida, and to do those things that are necessary or proper in connection with that practice.

ARTICLE VIII DURATION

The Company's existence shall commence upon the acceptance of the Articles of Organization by the Secretary of State of Florida and shall continue in existence until the expiration of fifty (50) years from such commencement date, unless sooner terminated, liquidated, or dissolved by law or by the unanimous consent of the Members.

ARTICLE IX EFFECTIVE DATE:

The Effective Date of formation of the professional limited liability company, if other than the date of filing, shall be _____.



THOMAS W. CAREY, as Managing Member of
THOMAS W. CAREY & ASSOCIATES, P.L.L.C.

(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 s.817.155, F.S.)

J:\C\Carey, Tom\Conversion (PA to PLLC)\Articles of Organization.1.wpd
:tja 10/17/17

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