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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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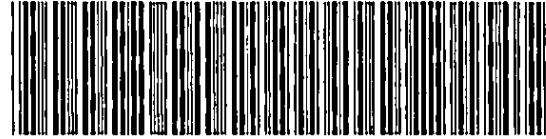
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 30 2017

T SCHROEDER

## COVER LETTER

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

**SUBJECT:** Millard Fillmore, 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:

Bonis S. Montalvo, Esq.

(Contact Person)

Wood, Buckel & Carmichael, PLLC

(Firm/Company)

2150 Goodlette Road N. Sixth Floor

(Address)

Naples, FL 34102

(City, State and Zip Code)

BSM@WBCLAWYERS.COM

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

For further information concerning this matter, please call:

Bonie Montalvo

at (239) 552-4138

(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

The following 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 Section 605.1045 of the Florida Revised Limited Liability Company Act.

**FIRST:** The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is Millard Fillmore, LLC., a New Jersey limited liability company.

**SECOND:** The "Other Business Entity" is a limited liability company, first organized under the laws of New Jersey on November 9, 2001. The mailing address of the "Other Business Entity" is 550 Crescent Boulevard, Gloucester, NJ, 08030.

**THIRD:** The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Millard Fillmore, LLC.

**FOURTH:** The plan of conversion has been approved in accordance with the laws of New Jersey, the jurisdiction of formation, and by each member of the converting entity who as a result of the conversion will have interest holder liability under Florida Statute §605.1043(1)(b) and whose approval is required.

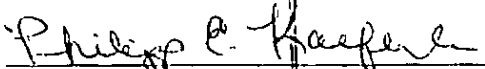
**FIFTH:** The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

**SIXTH:** These articles will be effective upon filing.

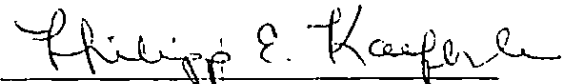
Signed this day of November 22, 2017

Millard Fillmore, LLC., a Florida  
limited liability company:

Millard Fillmore, LLC., a New Jersey  
limited liability company:



By: Philipp E. Kaefeler, Esq.,  
as Authorized Representative



By: Philipp E. Kaefeler, Esq.,  
as Authorized Person

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Millard Fillmore, LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

75 Vineyards Boulevard, 4th Floor  
Naples, Florida 34119

Mailing Address:

75 Vineyards Boulevard, 4th Floor  
Naples, Florida 34119

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Philipp E. Kaeferle, Esq.

Name

75 Vineyards Boulevard, 4th Floor

Florida street address (P.O. Box **NOT** acceptable)

Naples

FL

34119

City

State

Zip

*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, F.S..*

Philipp E. Kaeferle

Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

Managing Member

Name and Address:

Robert J. Almond  
75 Vineyards Boulevard, 4th Floor  
Naples, Florida 34119

(Use attachment if necessary)

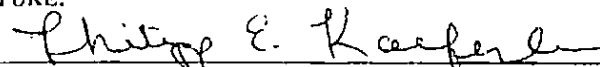
ARTICLE V: Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.

ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

Philipp E. Kaeferle, Esq., as authorized representative of member Robert J Almond

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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