

L17000263849

(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

M. MOON
DEC 29 2017



700306962427

17 DEC 28 PM 1:46

17 DEC 28 AM 10:00

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 12/28/2017
ACCT. I20160000072

eric SW

Name:	Orthopundit, PLLC
Document #:	
Order #:	10759238

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing:	Certified:
	Plain:
	COGS:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 180

Thank you!

17 DEC 28 AM 03:03

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:
Orthopundit, LLC
(Enter Name of Other Business Entity)

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

First organized, formed or incorporated under the laws of Arkansas
(Enter state, or if a non-U.S. entity, the name of the country)

on April 6, 2016
(date of organization, formation or incorporation)

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

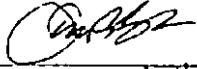
5. The plan of conversion has been approved in accordance with all applicable statutes.

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.

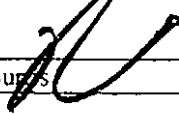
17 LLC 28
M/ U/ L/ C/

Signed this 28th day of December 2017.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: Jeremy S. Sloane Title: Authorized representative

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

Signature: 
Printed Name: Benjamin G. Burns Title: Manager

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)

176-028 Am 01 L.

ARTICLES OF ORGANIZATION

OF

ORTHOPUNDIT, PLLC

a Florida professional limited liability company

ARTICLE I
NAME

The name of this professional limited liability company is "ORTHOPUNDIT, PLLC" (the "*Company*").

ARTICLE II
MAILING AND STREET ADDRESS

The mailing and street addresses of the principal office of the Company are as follows:

707-876 Good Homes Road
Suite 873
Orlando, Florida 32818

ARTICLE III
REGISTERED AGENT

The name and address of the initial registered agent of the Company are as follows:

Sloane & Johnson, PLLC
Attention: Jeremy S. Sloane, Esq.
3670 Maguire Boulevard, Suite 250
Orlando, Florida 32803

ARTICLE IV
MANAGEMENT

The Company shall be governed by a written operating agreement executed by its members (as amended from time to time, the "*Operating Agreement*") and shall be managed by a board of managers (the "*Managers*"). The Managers shall be elected, removed and replaced from time to time solely in accordance with the Operating Agreement of the Company.

ARTICLE V
EFFECTIVE DATE

The effective date of these Articles of Organization shall be the date on which they are accepted for filing by the Florida Department of State.

FILED
APR 10 2014
FLORIDA DEPARTMENT OF STATE

ARTICLE VI
PURPOSE

The purpose for which the Company is organized is for the sole and specific purpose of providing dental and orthodontic services and products; *provided, however*, that the foregoing shall not be construed to prohibit the Company from investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, or from owning real or personal property necessary for the rendering of professional services, or engaging in activities ancillary to one or more of the foregoing purposes, all to the extent permitted by the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

ARTICLE VII
RESTRICTIONS ON TRANSFER;
ADMISSION OF ADDITIONAL OR SUBSTITUTE MEMBERS

A. Restrictions on Transfer. The Operating Agreement restricts the sale, transfer, pledge, hypothecation, exchange, assignment or other disposition by any means (each, a "*Transfer*") of the limited liability company membership interests in the Company. Any such Transfer shall be void *ab initio* unless made in strict compliance with the terms and conditions of the Operating Agreement.

B. Admission of Members; Permissible Members. No person or entity shall be admitted as a member of the Company, whether as an initial member, in substitution for another member or as an additional member, except in accordance with the Operating Agreement. The sole permissible members of the Company shall be other professional limited liability companies, professional corporations, or individuals who are themselves duly licensed or otherwise legally authorized to render the same professional service as the Company.

ARTICLE VIII
APPLICABLE LAW

The Company is created pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, and shall be governed by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Authorized Representative has submitted these Articles of Organization for the purpose of forming the Company as a Florida professional limited liability company.



Jeremy S. Sloane
Authorized Representative


1/16/2018
Art. 621

**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further 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 of the Florida Statutes.

SLOANE & JOHNSON, PLLC

By: 

Jeremy S. Sloane, Manager

*if LLC's
M1016.*