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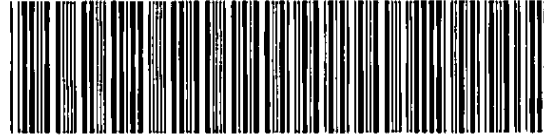
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DATE 01/08/18 BY 60322
FALL CLASSIFIED, FLORIDA

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**CAPITOL
SERVICES**

Filing Cover Sheet

To: Florida Division of Corporations

From: Kim Tadlock C/O Capitol Services, Inc.

Date: 1/5/2018

Trans#: 952763

Entity Name:

**1.) RCL PROPERTIES, a Florida General Partnership CONVERTING INTO RCL PROPERTIES
OF TAMPA, LLC**

Articles Incorporation ()

Articles of Dissolution ()

Conversion (XX)

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other ()

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK #1140 FOR \$180.00

PLEASE RETURN:

Certified Copy (XX) Plain Photocopy ()

Good Standing ()

Certificate of Fact ()

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ARTICLES OF CONVERSION
for
RCL PROPERTIES, a Florida general partnership, into
RCL PROPERTIES OF TAMPA, LLC a Florida limited liability company

These Articles of Conversion and the attached Articles of Organization are submitted to convert RCL PROPERTIES, a Florida general partnership into RCL PROPERTIES OF TAMPA, LLC, a Florida limited liability company in accordance with Section 605.1045, *Florida Statutes*.

1. The name of the entity immediately prior to filing the Articles of Conversion is RCL PROPERTIES, a Florida general partnership.
2. RCL PROPERTIES, a Florida general partnership is a Florida general partnership that was first organized and formed under the laws of the State of Florida on November 7, 1980. RCL PROPERTIES, a Florida general partnership, was registered with the Office of the Florida Department of State on April 14, 2016, and assigned document number GP 16-00000-464.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is RCL PROPERTIES OF TAMPA, LLC.
4. The conversion is effective on January 1, 2018.
5. The Plan of Conversion has been approved in accordance with all applicable statutes and laws.
6. RCL PROPERTIES, a Florida general partnership, has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072, *Florida Statutes*.

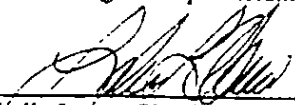
Signed as of the day and dates indicated below.

(Signature page follows)

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Signature page to Articles of Conversion

RCL PROPERTIES
a Florida general partnership



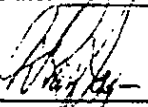
Kelia Logan Clewis, General Partner

Date: JANUARY 4, 2018



Claude D. Logan, III, General Partner


Date: JANUARY 4, 2018



W. Ray Logan, General Partner

Date: JANUARY 4, 2018

Logan Properties, Inc., General Partner

By: 

Name: CLAUDE D. LOGAN, III

Its: PRES.

Date: JANUARY 4, 2018


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RCL PROPERTIES OF TAMPA, LLC
a Florida limited liability company



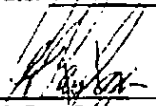
Lelia Logan Clewis, Manager

Date: JANUARY 4, 2018



Claude D. Logan, III, Manager

Date: JANUARY 4, 2018



W. Ray Logan, Manager

Date: JANUARY 4, 2018

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**ARTICLES OF ORGANIZATION
OF
RCL PROPERTIES OF TAMPA, LLC**

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 605, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I
NAME & ADDRESS

The name of this limited liability company is *RCL Properties of Tampa, LLC* (the "Company") and its principal office and mailing address is 1716 W. Lemon Street, Tampa, Florida 33606-1031.

ARTICLE II
EFFECTIVE DATE AND DURATION

The Company shall commence its existence on January 1, 2018, and the Company will exist perpetually, unless terminated in accordance with the Company's Operating Agreement.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 1716 W. Lemon Street, Tampa, Florida 33606-1031, and the initial registered agent of the Company at such address is Claude D. Logan, III.

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ARTICLE IV
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.


ARTICLE V
MANAGEMENT OF THE COMPANY

The Company shall be managed by a manager or managers elected as provided in the operating agreement. The initial managers are Lelia Logan Clewis, Claude D. Logan, III and W. Ray Logan.

ARTICLE VI
INDEMNIFICATION

If the criteria set forth in §605.0408, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §605.0408, *Florida Statutes*.


IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this ____ day of January, 2018.



Claude D. Logan, III,
Authorized Representative

**CERTIFICATE DESIGNATING
REGISTERED AGENT**


Pursuant to the provisions of Chapter 605, *Florida Statutes*, *RCL Properties of Tampa, LLC* desiring to organize as a limited liability company under the laws of the State of Florida, by action of its member, hereby designates Claude D. Logan, III as its Registered Agent for the purpose of accepting service of process within such State and designates 1716 W. Lemon Street, Tampa, Florida 33606-1031, the business of its Registered Agent, as its Registered Office.



Claude D. Logan, III,
Authorized Representative

ACKNOWLEDGMENT

Claude D. Logan, III hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 605, *Florida Statutes*.



Claude D. Logan, III

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