

U8000027107

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

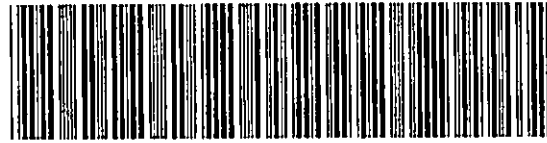
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Certificates of Status \_\_\_\_\_

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18 JAN 31 PM 1:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 31 2018

T SCHROEDER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** KELLY PROPERTIES

Name of Florida Partnership

The enclosed Certificate of Conversion and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

DAVID S. WAINER, III, ESQ.

Contact Person

FORD, MILLER & WAINER, P.A.

Firm/Company

1835 THIRD STREET N.

Address

JACKSONVILLE BEACH, FL 32250

City, State and Zip Code

DWAINER@FORDMILLER.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DAVID S. WAINER, III

Name of Contact Person

at ( 904 )

390-1970

Area Code and Daytime Telephone Number

Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Conversion**

For

**Florida Partnership**

Into

**"Other Organization"**

This Certificate of Conversion is submitted to convert the following **Florida Partnership** into an **"Other Organization"** in accordance with s. 605, Florida Statutes.

1. The name of the Florida Partnership converting into the "Other Organization" is:

KELLY PROPERTIES

GP17-1310

Enter Name of Florida Partnership

The FL GP (Kelly Properties) converting to a FL LLC (Kelly Properties FL & PA, LLC) was first formed 02/25/1981.

2. The name of the "Other Organization" is:

KELLY PROPERTIES FL & PA, LLC

Enter Name of "Other Organization"

3. The "Other Organization" is a LIMITED LIABILITY COMPANY

(Enter entity type. Example: corporation, limited liability company, limited partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of FLORIDA

(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Partnership has converted into an "Other Organization" in compliance with Chapter 605, F.S., and the conversion complies with the applicable laws governing the "Other Organization."

5. The plan of conversion was approved by the converting Florida Partnership in accordance with Chapter 605, F.S., and as required by the governing law of the "Other Organization."

6. This conversion was effective under the laws governing the "Other Organization"

on: the filing of the Plan of Conversion with the Secretary of State

7. If the "Other Organization" is an out-of-state organization not registered to transact business in Florida, the "Other Organization" lists the following street and mailing address of an office the Florida Department of State may use for purposes of s. 605, F.S.:

Street Address: 544 STATE AVENUE


EMMAUS, PA 18049

Mailing Address: 544 STATE AVENUE

EMMAUS, PA 18049

Signed this 21st day of December, 2017

Signature of a General Partner or Authorized Person:

 attorney in fact

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

KELLY PROPERTIES FL & PA, 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:

Mailing Address:

544 STATE AVENUE  
EMMAUS, PA 18049

SAME AS PRINCIPAL ADDRESS

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:

EDWARD J. KELLY, JR.

Name

103 ISLAND CREEK DRIVE

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

VERO BEACH

FL

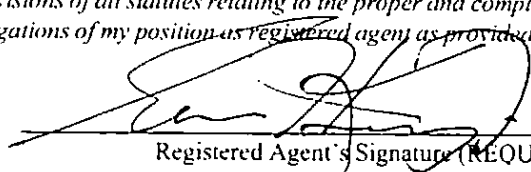
32963

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.*

  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

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TALLAHASSEE, FLORIDA

**ARTICLE IV-**

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

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

EDWARD J. KELLY, JR.

103 ISLAND CREEK DRIVE

VERO BEACH, FL 32963

(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.

EDWARD J. KELLY, JR.

Typed or printed name of signer

**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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TALLAHASSEE, FLORIDA