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#### **COVER LETTER**

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

Kiwi Family Holdings Two, LLC SUBJECT:

Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Articles of Domestication of a Non-U.S. Entity and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David W. Jahnke, Esq.

Name of Person

Dinsmore & Shohl LLP

Firm/Company

255 East Fifth Street, Suite 1900

Address

Cincinnati, OH 45202

City/State and Zip Code

david.jahnke@dinsmore.com

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

For further information concerning this matter, please call:

David W. Jahnke, Esq.	513	977-8611
	at (	)
Name of Person	Area Code	Daytime Telephone Number

#### STREET/COURIER ADDRESS:

New Filing Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301 MAILING ADDRESS:

New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Articles of Domestication:\$25Articles of Organization:\$125Total to Domesticate and file:\$150

#### **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: Kiwi Family Holdings Two, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a <u>Limited Liability Company</u> (Enter entity type, Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of \_\_\_\_\_

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

March 11, 2013 on

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Kiwi Family Holdings Two, LLC

(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.



# • •

Signed this 31st day of January 20\_18

### Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: /s/ Susan Shea
Printed Name: Susan Shea
Title: Manager

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

Signature: //s/ Susan Shea	Tisley Manager
Printed Name: Susan Shea	Title: Manager
Signature	
Drintad Name	Title:
Fruited Name.	
Signature:	
Printed Name:	Title:
Signature:	
Printed Name:	Title:
C.	
Signature:	(11.)
Printed Name:	Title:
Signature:	
Printed Name:	Title:
If Florida Corporation:	
Signature of Chairman, Vice Chairmar	Director or Officer
If Directors or Officers have not been s	
In Directors of Officers have not been a	secered, an morporator must sign.
If Florida General Partnership or Li	imited Liability Partnership:
Signature of one General Partner.	<u></u>
	mited Liability Limited Partnership:
Signatures of ALL General Partners.	
All others:	
Signature of an authorized person.	
orgination of an autoritied person.	

## Fees:

Articles of Conversion:\$Fees for Florida Articles of Organization:\$Certified Copy:\$Certificate of Status:\$

\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional)



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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

\_\_\_\_\_

#### ARTICLE I - Name:

The name of the Limited Liability Company is:

Kiwi Family Holdings Two, LLC						
(Must contain the words "Limited Liability Company, "L.L.C.," or "LLC.")						
ARTICLE II - Address: The position of the second second state of the second second second second second second second second second s						
The mailing address and street address of the principal office of the Limited Liability Company is:						
Principal Office Address:	Mailing Address:					
1010 Poinsettia Road	1010 Poinsettia Road					
Delray Beach, FL 33483	Delray Beach, FL 33483					

ARTICLE HI - Registered Agent, Registered Office, & Registered Agent's Signature: (The Limited Eability Company cannot serve as its own Registered Agent, You must designate an individual or another

business entity with an active Horida (egistration.)

The name and the I forida street address of the registered agent are:

----

William F. Shea Name

1010 Poinsettia Road Florida street address (P.O. Box <u>NOT</u> acceptable)

Delray Beach 14. 33483 City 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. Unreby 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)

EB-6 AHII:4 E D

## ARTICLE IV-

. • •.

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

Title:	Name and Address:	
"AMBR" – Authorized Member "MGR" - Manager		
MGR	Susan A. Shea	·
	1010 Poinsettia Road	
	Delray Beach, FL 33483	
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		FEB TI
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	·····	
	······································	AN IL: 44
		<b>(</b> )
(Use attachment if necessary)		
ARTICLE V: Effective date, if other than the (If an effective date is listed, the date must I days after the date of filing.)	ne date of filling: (OP) be specific and cannot be more than five business da	IONAE) ys prior to or 90 calendar
ARTICLE VI: Other provisions, if any.		
		· · · · · · · · · · · · · · · · · · ·
	Support State	
REQUIRED SIGNATURE:	-> U.J.G. L.C.J.S. A.C.C.C. Signature of a member or an authorized representative	··- ··
(In accordance with section 605 0205 (3). Florida S that the facts stated herein are true. Fam aware that	stantes, the execution of this document constitutes an alfumation at any table information submated in a document to the Departme gree felony as provided for in \$.847,155, F.S.)	r inder the penalties of perfory an of State constitutes a third
	Susan A. Shea	
	Typed or printed name of signee	
	Filing Fees:	1. 1
S125.00 Filing Fee for Artic S-30.00 Certified Copy (Op	cles of Organization and Designation of Registered ptional) S = 5.00 Certificate of Status	(Optional)