

L18 000 056 650

(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:

Annual report
approved correctly.
Request to back date
file/affecting date
granted. DO 3/7/18

Office Use Only



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TALLAHASSEE, FLORIDA
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TALLAHASSEE, FLORIDA

W18-20708



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 2, 2018

GUY E. WHITESMAN
HENDERSON FRANKLIN
1715 MONROE STREET
FORT MYERS, FL 33901

SUBJECT: CRI HOLDING COMPANY, LLC
Ref. Number: W18000020708

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TALLAHASSEE, FLORIDA

We have received your document for CRI HOLDING COMPANY, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

DANIEL L O'KEEFE
Regulatory Specialist II

Letter Number: 718A00004318

M13 - 1586

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CRI Holding Company, 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:

Guy E. Whitesman

(Contact Person)

Henderson Franklin

(Firm/Company)

1715 Monroe Street

(Address)

Fort Myers, FL 33901

(City, State and Zip Code)

guy.whitesman@henlaw.com

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

For further information concerning this matter, please call:

Guy E. Whitesman

at (239) 344-1180

(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 A
FLORIDA LIMITED LIABILITY COMPANY**

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18 FEB 25 PM 4:38
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SECRETARY OF STATE

The following articles of conversion are submitted in accordance with the Florida Revised Limited Liability Company Act, pursuant to Florida Statutes Section 605.1045, to convert the following "Other Business Entity" into a Florida Limited Liability Company.

FIRST: The name, entity type and state of jurisdiction of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is:

<u>Name</u>	<u>Entity Type</u>	<u>Jurisdiction</u>
CRI HOLDING COMPANY (DE), LLC	Limited Liability Company	Delaware

SECOND: The "Other Business Entity" was first organized under the laws of Delaware on January 16, 2013.

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

Name
CRI HOLDING COMPANY, LLC

FOURTH: The conversion shall become effective on March 1, 2018.

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

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

Signed this 13th day of February, 2018.

Authorized Representative of Limited Liability Company:

CRI HOLDING COMPANY, LLC
a Florida limited liability company

By: [Signature]
Glenn V. Bailey, Member and Sole Manager

By: [Signature]
Christopher Rakos, Member

Authorized Representative of "Other Business Entity":

CRI HOLDING COMPANY (DE), LLC
a Delaware limited liability company

By: [Signature]
Glenn V. Bailey, Member and Sole Manager

By: [Signature]
Christopher Rakos, Member

ARTICLES OF ORGANIZATION
OF
CRI HOLDING COMPANY, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I-NAME

The name of the limited liability company shall be CRI HOLDING COMPANY, LLC (the "Company").

ARTICLE II-MAILING AND STREET ADDRESS

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

5601 2ND Street W
Lehigh Acres, FL 33971

ARTICLE III-EFFECTIVE DATE

This limited liability company's existence shall commence on March 1, 2018 and shall terminate as provided for in the Operating Agreement.

ARTICLE IV-INITIAL REGISTERED AGENT AND OFFICE

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

<u>Name</u>	<u>Address</u>
HF Registered Agents, LLC	1715 Monroe Street Fort Myers, FL 33901

ARTICLE V-PURPOSE

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE VI-MANAGEMENT OF THE COMPANY

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following are the names and addresses of the initial Managers who shall serve as the Managers of the Company until their successors are elected and qualified:

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Name

Glenn V. Bailey

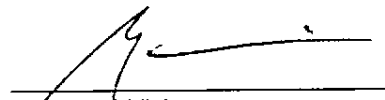
Address

5601 2nd Street W
Lehigh Acres, FL 33971

ARTICLE VII-OPERATING AGREEMENT

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being an authorized representative of the Members of the Company, has executed these Articles of Organization this 23rd day of February, 2018.



Guy E. Whitesman
Authorized Representative

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

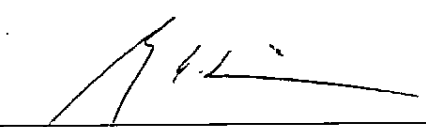
PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CRI HOLDING COMPANY, LLC.
2. The name and address of the registered agent and office are:

HF Registered Agents, LLC
1715 Monroe Street
Fort Myers, FL 33901

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, Florida Statutes.

**REGISTERED AGENT:
HF Registered Agents, LLC**

By: 
Guy E. Whitesman, Vice-President

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