

L18000062404

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

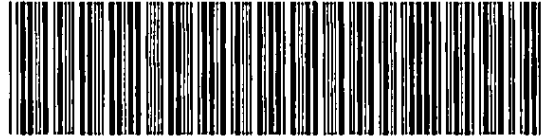
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W18-8085

Office Use Only



900307945329

01/24/18--01015--016 **35.00

02/14/18--01006--002 **115.00

1025

524

7016

6107

FILED
MAR 13 PM 4:31

T. BURCH

MAR 13 2018

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Arthington and Associates 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:

Victoria A. Arthington
(Contact Person)

Arthington and Associates
(Firm/Company)

~~same as base~~ 325 NW 14th St Apt 206
(Address)

Gainesville FL 32603
(City, State and Zip Code)

Arthington.V1@gmail.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Victoria at (941) (661-5017)
(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)

<input type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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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

See attached memo
\$115⁰⁰



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2018

VICTORIA A. ARTHINGTON
325 NW 14TH STREET APT 206
GAINESVILLE, FL 32603

SUBJECT: ARTHINGTON AND ASSOCIATES LLC
Ref. Number: W18000008085

We have received your document for ARTHINGTON AND ASSOCIATES 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):

You failed to make the correction(s) requested in our previous letter.

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.

Tim Burch
Regulatory Specialist II Supervisor

Letter Number: 918A00003296



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 26, 2018

VICTORIA A. ARTHINGTON
325 NW 14TH STREET APT 206
GAINESVILLE, FL 32603

SUBJECT: ARTHINGTON AND ASSOCIATES LLC
Ref. Number: W18000008085

We have received your document for ARTHINGTON AND ASSOCIATES LLC and check(s) totaling \$35.00 of which \$35.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$115.00 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

You submitted the wrong type of document, proper forms are enclosed.

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.

Tim Burch
Regulatory Specialist III

Letter Number: 518A00001746

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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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:

A.L. Associates Property Services Inc
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a S corporation P12-10625
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

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

on 01/31/2012
(date of organization, formation or incorporation)

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

Hernington and Associates LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the (date of filing), enter the effective date: 02/01/13
(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.)

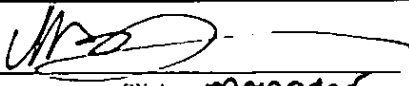
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

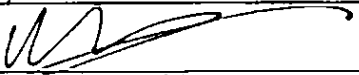
Signed this 01 day of Feb 20 18

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 

Printed Name: VICTORIA ARMSTRONG Title: manager

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

Signature: 

Printed Name: VICTORIA ARMSTRONG Title: President

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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Arthington and ^Associates LLC (see enclosed)
(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:

325 NW Art. 200
Gainesville FL 32603

Same

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:

Name

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

City FL Zip

See enclosed
documents

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)

See
enclosed
document

ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

Name and Address:

~~Victoria A. Arthington~~

AMBR

Victoria Arthington

Same

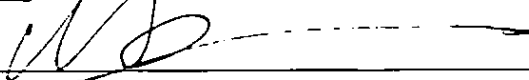
- see documents -

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

See documents

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.

Victoria A Arthington

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

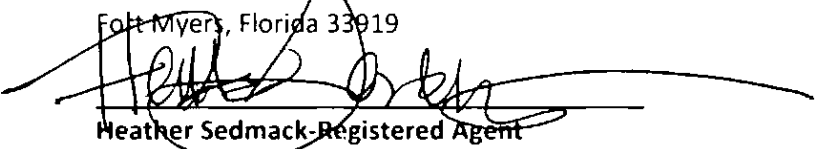
\$ 5.00 Certificate of Status (Optional)

II. Articles of Organization
Arthington and Associates LLC.

Company Name: Arthington and Associates LLC.

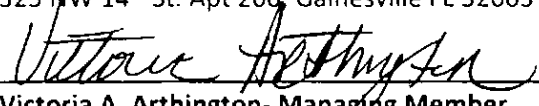
Address: 325 NW 14th St. Apt 206, Gainesville FL 32603

Registered Agent: Heather Sedmack
995 S. Town and River Drive
Ft Myers, Florida 33919



Heather Sedmack-Registered Agent
January 21, 2018

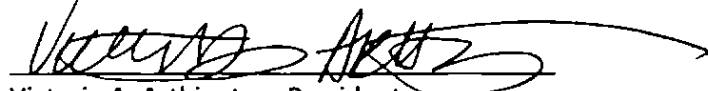
Managing Members: Victoria A. Arthington
325 NW 14th St. Apt 206, Gainesville FL 32603



Victoria A. Arthington- Managing Member
January 21, 2018

III. Board of Directors Recommendation to Shareholders

As the single board of director, Victoria A. Arthington recommends to the sole shareholder Victoria A. Arthington, a conversion from a Florida S corporation to a Florida LLC. The current size and structure of the company will operate with greater ease, and lower cost once converted to a Florida LLC. There are no additional appraisal rights or other financial matters.

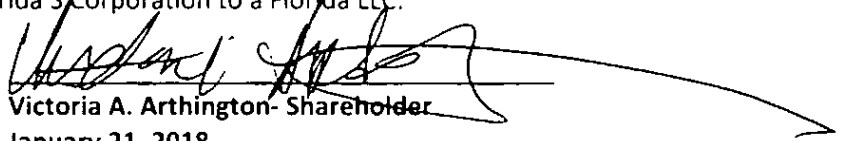
A handwritten signature in black ink, appearing to read 'Victoria A. Arthington', is written over a horizontal line.

Victoria A. Arthington- President

January 21, 2018

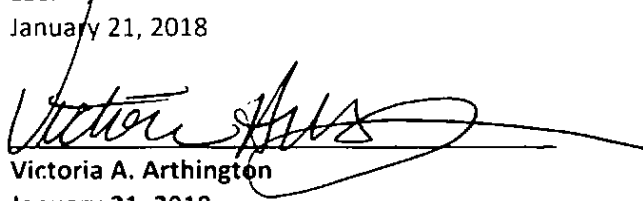
IV. Shareholders' Approval of Conversion

Victoria A. Arthington, with 100% control and ownership and 100% of A, L & Associates Inc. shares, approves the conversion from a Florida S Corporation to a Florida LLC.


Victoria A. Arthington- Shareholder
January 21, 2018

I. Plan of Conversion

Corporation Name: A, L & Associates Property Services Inc.
LLC Name: Arthington and Associates LLC.
Choice of Law: Florida
Terms and Conditions of Conversion: 100% of A, L & Associates Property Services Inc. shares held by Victoria A. Arthington will transfer in entirety to Victoria A. Arthington's membership interest in Arthington and Associates LLC.
Effective Date of Conversion: January 21, 2018


Victoria A. Arthington
January 21, 2018

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PM 4:39