

L18 000 086 652

(Requestor's Name)

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(Address)

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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18 APR 10 PM 3:31

FILED
18 APR 10 PM 3:04
TALLAHASSEE, FL 32301

D O'KEEFE
APR 10 2018



SUNSHINE CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 4/10/2018

****WALK IN****

ENTITY NAME HIGHLAND PACKAGING SOLUTIONS LLC

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

XXXXXX

Plain Copy

Certified Copy

Certificate of Status

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

Certified Copy of Arts & Amendments

Certificate of Good Standing

****APOSTILLE' / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$150.00

CHECK # 4710

Please call Tina at the above number for any issues or concerns. Thank you so much!

**CERTIFICATE OF CONVERSION
FOR
FLORIDA PROFIT CORPORATION
INTO
FLORIDA LIMITED LIABILITY COMPANY**

FILED
18 APR 10 PM 3:04
TALLAHASSEE FL

This Certificate of Conversion and attached Articles of Organization are submitted to convert Highland Packaging Solutions, Inc., a Florida corporation (the "**Other Business Entity**") into Highland Packaging Solutions, LLC, a Florida limited liability company (the "**Limited Liability Company**") in accordance with Section 605.1045, Florida Statutes and Section 607.1113, Florida Statutes.

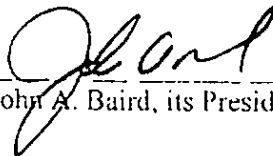
1. The name of the Other Business Entity converting into the Limited Liability Company immediately prior to the filing of this Certificate of Conversion is **Highland Packaging Solutions, Inc.**, a Florida corporation (Florida Document Number P97000016105).
2. The Other Business Entity is a corporation first incorporated under the laws of the State of Florida effective on February 12, 1997.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

Highland Packaging Solutions, LLC

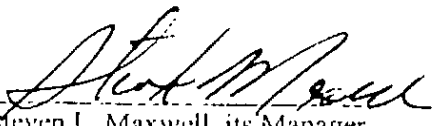
4. The Other Business Entity has converted into the Limited Liability Company in compliance with and in accordance with Chapter 607, Florida Statutes, and Chapter 605, Florida Statutes, and the conversion complies with the applicable laws governing the Limited Liability Company.
5. The plan of conversion was approved by the Other Business Entity in accordance with Chapter 607, Florida Statutes and Chapter 605, Florida Statutes.
6. Pursuant to the terms and conditions of the conversion effectuated by this Certificate of Conversion, the shares of Highland Packaging Solutions, Inc. shall be cancelled and extinguished and in exchange the sole shareholder of Highland Packaging Solutions, Inc. shall receive and be considered to have received membership interests in Highland Packaging Solutions, LLC equal to the number of shares it held in Highland Packaging Solutions, Inc.
7. The conversion will be effective on the date of filing of this Certificate of Conversion with the Florida Department of State.
8. The Limited Liability Company's principal office address is 1420 Gordon Food Service Drive, Plant City, Florida 33563.
9. The Limited Liability Company has agreed to pay any shareholders of the Other Business Entity having appraisal rights the amounts to which they are entitled under ss. 607.1301-607.1333.

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of April 10, 2018

HIGHLAND PACKAGING SOLUTIONS INC.

By: 
John A. Baird, its President

HIGHLAND PACKAGING SOLUTIONS, LLC

By: 
Steven L. Maxwell, its Manager

By: _____
John D. Durham, its Manager

FILED
10 APR 10 PM 5:10
ALABAMA
TALLAHASSEE, FL


IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of April 10, 2018

HIGHLAND PACKAGING SOLUTIONS INC.

By: _____
John A. Baird, its President

HIGHLAND PACKAGING SOLUTIONS, LLC

By: _____
Steven L. Maxwell, its Manager

By: 
John D. Durham, its Manager

FILED
18 APR 10 PM 3:10
TALLAHASSEE, FL



**ARTICLES OF ORGANIZATION
OF
HIGHLAND PACKAGING SOLUTIONS, LLC**

FILED
18 APR 10 PM 3:10
TALLAHASSEE, FL

The undersigned executes these Articles of Organization of Highland Packaging Solutions, LLC to form a limited liability company pursuant to the Florida Revised Limited Liability Company Act:

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Highland Packaging Solutions, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and mailing address of the Company shall be:

1420 Gordon Food Service Drive
Plant City, Florida 33563

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 1420 Gordon Food Service Drive, Plant City, Florida 33563, and the initial registered agent of the Company at such office shall be Steven L. Maxwell. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Initial Managers

The names and street addresses of the initial managers of the Company shall be:

Steven L. Maxwell

1420 Gordon Food Service Drive
Plant City, Florida 33563

John D. Durham

1420 Gordon Food Service Drive
Plant City, Florida 33563

ARTICLE V

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the governance of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization or contrary to the laws of the State of Florida or of the United States.

ARTICLE VI

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 605.0201, Florida Statutes, has executed these Articles of Organization for the uses and purposes herein stated, this 10th day of April, 2018.


Steven L. Maxwell, Authorized Representative

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18 APR 10 PM 3:16
TALLAHASSEE, FL

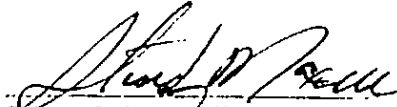


HIGHLAND PACKAGING SOLUTIONS, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 10th day of April, 2018.


Steven L. Maxwell

FILED
18 APR 10 PM 3:10
SECRETARY
TALLAHASSEE, FL



HIGHLAND PACKAGING SOLUTIONS, INC.
1420 GORDON FOOD SERVICE DRIVE
PLANT CITY, FLORIDA 33563

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

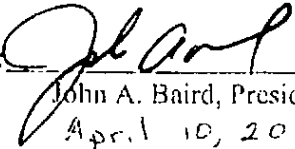
We hereby grant permission for the use of the name Highland Packaging Solutions, LLC by the entity existing as a result of the conversion of Highland Packaging Solutions, Inc. to Highland Packaging Solutions, LLC.

Please contact the undersigned if you should require additional information.

Sincerely,

Highland Packaging Solutions, Inc.

By: _____


John A. Baird, President
April 10, 2018

FILED
18 APR 10 PM 2:10
TALLAHASSEE, FL 32314