

L18000126294

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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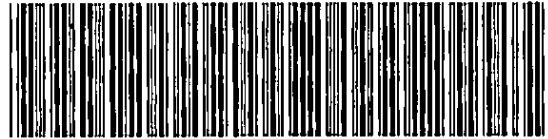
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04/30/18--01018--002 \*\*150.00

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18 MAY 16 AM 9:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 22 2018  
T SCHROEDER

## COVER LETTER

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

**SUBJECT:** BK NY, 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:

John P. Ferguson

(Contact Person)

Cobb Cole

(Firm/Company)

149 S. Ridgewood Avenue - Suite 700

(Address)

Daytona Beach, FL 32114

(City, State and Zip Code)

Annual.Reports@CobbCole.com

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

For further information concerning this matter, please call:

John P. Ferguson

at (386) 323-9247

(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**  
**FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Section 605.1045, Florida Statute, the following New York limited liability company hereby submits the attached Articles of Organization and these Articles of Conversion to convert into a Florida limited liability company:

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:

BK HOLDINGS, LLC, a New York limited liability company

2. The "Other Business Entity" is a limited liability company first formed under the laws of the State of New York on November 19, 2002.

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

BK NY, LLC

*mis-4245*

4. BK Holdings, LLC, a New York limited liability company, is already authorized to conduct business in the State of Florida under the name ~~BK~~ NY, LLC (because the name BK Holdings, LLC was not available) at Document Number MI5000004245.

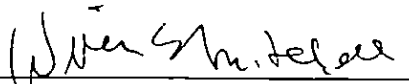
5. The effective date for the filing is the date of the filing.

6. The Plan of Conversion has been approved in accordance with all applicable Florida Statutes, including Section 605.1043, and it has been approved by all members of the converting Other Business Entity, BK HOLDINGS, LLC, in New York.

7. All members have waived in writing any appraisal rights.

Signed this 23 day of April, 2018.

BK HOLDINGS, LLC,  
a New York limited liability company

  
\_\_\_\_\_  
William E. Mitchell, as Manager

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**18 MAY 16 AM 9:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLES OF ORGANIZATION  
OF  
BK NY, LLC**

**A Florida Limited Liability Company**

**ARTICLE 1**

**NAME**

The name of this Limited Liability Company is: BK NY, LLC.

**ARTICLE 2**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

The street address and mailing address of the principal office of the limited liability company is 1856 Seclusion Drive, Port Orange, Florida 32128. The name and address of the initial registered agent of the company is William E. Mitchell, 1856 Seclusion Drive, Port Orange, Florida 32128.

**ARTICLE 3**

**MANAGEMENT**

The limited liability company is to be manager-managed. The name of its initial manager is

William E. Mitchell  
1856 Seclusion Drive  
Port Orange, Florida 32128

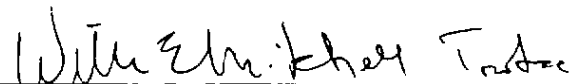
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**TALLAHASSEE, FLORIDA**

IN WITNESS WHEREOF, the undersigned does hereby execute and acknowledge  
these articles of organization this 23 day of April, 2018.

William E. Mitchell Trustee  
William E. Mitchell, as Trustee

**CERTIFICATE DESIGNATING REGISTERED  
AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

Pursuant to Chapter 605 Florida Statutes, BK NY, LLC hereby designates WILLIAM E. MITCHELL, 1856 Seclusion Drive, Port Orange, Florida 32128, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

  
William E. Mitchell, as Trustee

**ACCEPTANCE OF DESIGNATION**

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, the undersigned hereby accepts appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and understands the obligations of its position as provided for in Chapter 605, Florida Statutes.

  
William E. Mitchell

**FILED**  
**18 MAY 16 AM 9:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**