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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

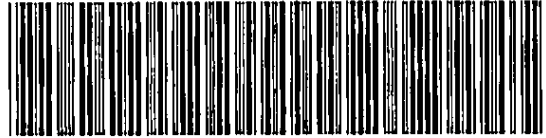
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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ATTN: [illegible]

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GUARDIAN FINANCIAL Network, 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:

Michael Roberts
(Contact Person)

Guardian Financial Network, LLC
(Firm/Company)

8409 N Military Trl
(Address)

Palm Beach Gardens, FL 33410
(City, State and Zip Code)

mroberts@reach4housing.org
E-mail Address: (to be used for future annual report notifications)

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For further information concerning this matter, please call:

Michael Roberts at (561) 310-2585
(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

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:
Guardian Financial Network, Inc. **PO2000001059**
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Corporation
(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 1/3/2002
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Guardian Financial Network, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: June 20, 2018
(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.

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Signed this 17th day of June 2018.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Michael Roberts
Printed Name: Michael Roberts Title: MGAR

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

Signature: Patricia Tracey
Printed Name: Patricia Tracey 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)

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SEAL
FALL AVE
TALLAHASSEE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Guardian Financial Network, LLC
(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:

8409 N Military Trl #111
Palm Beach Gardens FL
33410

Mailing Address:

"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:

Michael Roberts
Name

8409 N. Military Trl. #112
Florida street address (P.O. Box **NOT** acceptable)
Palm Beach Gardens 33410
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, 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.

Michael Roberts
Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ARTICLE IV-

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

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

MGR

AMBR

Name and Address:

Michael Roberts
8409 N Military Trl #111
PBG, FL 33410

Patricia Jacey
8409 N Military Trl #111
PBG FL 33410

Real Estate Education and Community Housing Inc
8409 N Military Trl #111
PBG FL 33410

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

"See attached"

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CLERK
TALLAHASSEE

REQUIRED SIGNATURE:

Michael Roberts

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.

Michael ROBERTS

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)

ARTICLE VI: OTHER PROVISIONS
OF THE
ARTICLES OF ORGANIZATION
OF
GUARDIAN FINANCIAL NETWORK, LLC

- (A) **Membership and Controlling Interest.** Guardian Financial Network, LLC ("the Company") has one member, the Real Estate, Education, and Community Housing, Inc., a Florida nonprofit corporation exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Sole Member"). Upon the approval of the Sole Member and upon agreement to the terms and pursuant to procedures set forth in the Company's Operating Agreement, additional members may be admitted. The Sole Member shall at all times have controlling interest in the Company.
- (B) **Purposes of the Company.** This Limited Liability Company is created for the purpose of establishing the Conservation Innovation Center to pursue the charitable objectives, under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (the "Code"), which objectives are shared by the Sole Member, to help low and moderate income individuals achieve home ownership through education and financial assistance. In furtherance of the purposes stated above, the Company may engage in any lawful act or activity for which a limited liability company may be organized under the Florida Limited Liability Company Act.
- (C) **Effect of Dissolution.** In the event the Company is dissolved, upon the winding up and dissolution of the Company and after paying or adequately providing for the debts and obligations of the Company, the remaining assets shall be distributed to the Sole Member, provided it is then in existence and an organization described in Section 501(c)(3) of the Code; and if the Sole Member no longer exists or is not so described, distributions shall be made to one or more charities which are then so described, and which serve similar charitable and educational purposes to the Company, as selected by the Company's Managers.
- (D) **Restrictions.** No part of the assets or net earnings current or accumulated of the Company shall at any time inure to the benefit of, or be distributable to its managers, officers or other private persons, within the meaning of the prohibition contained in Section 501(c)(3) of the Internal Revenue Code or any successor law or regulations, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No loans shall be made by the Company to its members, officers or Managers for any purpose whatsoever. No substantial part of the activities of the Company shall involve the carrying on of propaganda or otherwise attempting to influence legislation. The Company shall not participate or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.
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