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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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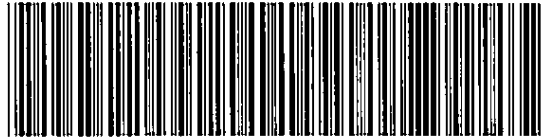
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 27 2018

T SCHROEDER

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Dixie Landscape Co., 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:

Thomas O. Wells, Esq.

(Contact Person)

Wells & Wells, P.A.

(Firm/Company)

901 Ponce de Leon Blvd., Suite 200

(Address)

Coral Gables, FL 33134

(City, State and Zip Code)

mechelle@twellsllaw.com

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

For further information concerning this matter, please call:

Thomas O. Wells at (305) 444-0016

(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:

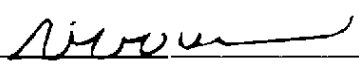
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

ARTICLES AND CERTIFICATE OF CONVERSION
OF DIXIE LANDSCAPE CO., INC. WITH AND INTO
DIXIE LANDSCAPE, LLC

This Articles and Certificate of Conversion (the "Articles of Conversion") and the attached Articles of Organization are submitted to convert DIXIE LANDSCAPE CO., INC., a corporation organized under the laws of the State of Florida, into DIXIE LANDSCAPE, LLC, a limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 605.1045, Florida Statutes.

1. DIXIE LANDSCAPE CO., INC., a corporation organized, and immediately prior to the filing of this Articles of Conversion, existing under the laws of the State of Florida was formed on ~~April 17, 1987~~, under Document Number ~~168003~~.
July 1, 1983 645742
2. The name of the Florida limited liability company into which DIXIE LANDSCAPE CO., INC. will be converted is DIXIE LANDSCAPE, LLC. The Articles of Organization of DIXIE LANDSCAPE, LLC are attached to this Articles of Conversion.
3. The conversion of DIXIE LANDSCAPE CO., INC., a Florida corporation, into DIXIE LANDSCAPE, LLC, a Florida limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Revised Limited Liability Company Act, Chapter 605.
4. The conversion of DIXIE LANDSCAPE CO., INC., a Florida corporation, into DIXIE LANDSCAPE, LLC and the Articles of Conversion were approved by all of the shareholders and directors of DIXIE LANDSCAPE CO., INC., in accordance with the provisions of Section 607.1112 of the Florida Business Corporation Act.
5. The address of the principal office of DIXIE LANDSCAPE, LLC is 12950 NW 113th Court, Miami, Florida 33178. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for DIXIE LANDSCAPE, LLC will be 59-2305363 which is the same Federal employer identification number of DIXIE LANDSCAPE CO., INC.
6. The Articles of Conversion shall be effective upon its filing with the Florida Department of State.
7. DIXIE LANDSCAPE, LLC shall pay any shareholder of DIXIE LANDSCAPE CO., INC. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act. However, no shareholder of DIXIE LANDSCAPE CO. INC. is exercising any appraisal and/or dissenter rights.
8. The Articles of Conversion have been approved by all of the members of DIXIE LANDSCAPE, LLC in accordance with Sections 605.1041 to 605.1046.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Conversion of the
the 1 day of June, 2018.


Jeffrey S. Reamer, as Director of DIXIE LANDSCAPE CO., INC., and as President and Manager of DIXIE LANDSCAPE, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
DIXIE LANDSCAPE, LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is DIXIE LANDSCAPE, LLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 12950 NW 113th Court, Miami, Florida 33178.

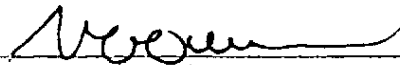
ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Jeffrey S. Reamer, 9255 SW 58th Avenue, Miami, Florida 33156.

ARTICLE IV
MANAGER-MANAGED COMPANY

The Company shall be a manager-managed limited liability company in accordance with Section 605.0407(1)(a), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 1 day of June, 2018.

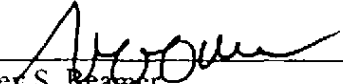


Jeffrey S. Reamer, Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for DIXIE LANDSCAPE, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.



Jeffrey S. Reamer

Dated: June 1, 2018

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TALLAHASSEE, FLORIDA