

L18000/85027

(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:

Mail out
Please

Office Use Only

M. MOON

AUG 02 2018



700316604787

08/01/18--01006--011 ♦♦130.00

18 AUG - 1 PM 2:41

18 AUG - 1 AM 9:29

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:
FIXEL & WILLIS GPO60000808

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a GENERAL PARTNERSHIP
(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 APRIL 1, 1995
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
FIXEL & WILLIS, PLLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 08/01/2018
(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.

Signed this 1ST day of AUGUST 2018.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Joe W. Fixel

Printed Name: JOE W. FIXEL

Title: MANAGER

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

Signature: Joe W. Fixel

Printed Name: JOE W. FIXEL

Title: MANAGING PARTNER

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

OF

FIXEL & WILLIS, PLLC

The undersigned, under the provisions of Chapter 605 and Chapter 621 of the Florida Statutes, for the purpose of forming a professional limited liability company under the laws of the State of Florida, do set forth the following:

Article I. Name

The name of this professional limited liability company is FIXEL & WILLIS, PLLC ("the Company").

Article II. Duration

Unless earlier terminated under the law or the Operating Agreement, the duration of the Company shall be perpetual.

Article III. Address of Principal Office

The street address and the mailing address of the principal office of the Company is 211 S. Gadsden Street, Tallahassee, Florida 32301.

Article IV. Initial Registered Agent and Address

The name and street address of the initial registered agent of the Company is Joe W. Fixel, 211 S. Gadsden Street, Tallahassee, Florida 32301.

Article V. Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or to become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

Article VI. Members' Rights to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company, provided that all remaining members consent to the continuation and there is at least one remaining member.

Article VII. Management

The Company is a manager-managed company. Management of the Company shall be reserved to the manager. The names and addresses of the members of the Company are:

Fixel & Fixel, PLLC
211 S. Gadsden Street
Tallahassee, Florida 32301

Craig B. Willis, LLC
211 S. Gadsden Street
Tallahassee, Florida 32301

The name and address of the initial manager is Joe W. Fixel, 211 S. Gadsden Street, Tallahassee, Florida 32301.

Article VIII. Purpose

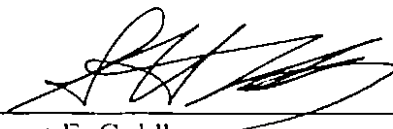
To provide the highest quality of legal services to the community and surrounding areas.

Article IX. Indemnification

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent possible under the law.

Under penalties of perjury, I, Stuart E. Goldberg, as authorized representative, declare that I have read the foregoing Articles of Organization and the facts stated in it are true.

Signed at Tallahassee, Leon County, Florida, on the 13 day of August, 2018.



Stuart E. Goldberg
Authorized Representative

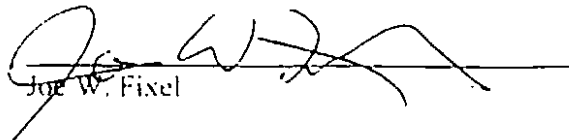
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113 of the Florida Statutes (2017), the undersigned professional limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the professional limited liability company is Fixel & Willis, PLLC.
2. The name and address of the registered agent and office is Joe W. Fixel, 211 S. Gadsden Street, Tallahassee, Florida 32301.

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signed at Tallahassee, Leon County, Florida, on the 31st day of July, 2018.



Joe W. Fixel

18 AUG - 1 AM 5:23