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Conversion

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18 AUG 13 AM 7:55
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1. 310 Park South Restaurant, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**Certificate of Conversion
For
Florida Profit Corporation
Into
Florida Limited Liability Company**

FILED
10 MAR 13 PM 7:53
TALLAHASSEE
FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted in accordance with ss. 607.1112 – 607.1114, Florida Statutes, to convert the following Florida Profit Corporation into an **“Other Business Entity”, a Florida Limited Liability Company**.

1. The name of the Florida Profit Corporation immediately prior to the filing of this Certificate of Conversion is **J. Peketi, Inc.**

2. The Florida Profit Corporation is a corporation organized, formed or incorporated under the laws of the State of Florida on **March 19, 2012 with an effective date of August 20, 1986.**

3. The jurisdiction of the Florida Profit Corporation has not changed since its formation and this conversion hereby complies with the applicable laws governing the “Other Business Entity”. This conversion was approved upon the written consent of all shareholders and directors of the Florida Profit Corporation and in accordance with ss. 607.1112 – 607.1114, Florida Statutes.

4. The name and principal address of the “Other Business Entity” as set forth in the attached Articles of Organization is **310 Park South Restaurant, LLC** and the principal address is **316 South Park Avenue, Winter Park, Florida 32789**. The “Other Business Entity” is being formed pursuant s. 605.1108, Florida Statutes, and shall be governed in accordance with the Florida Revised Limited Liability Company Act.

5. Management of the “Other Business Entity” is or will be vested in one or more managers pursuant to s. 605.0407, Florida Statutes.

6. The “Other Business Entity” has agreed to pay any shareholders having appraisal rights such amounts as they are entitled pursuant to ss. 607.1301 – 607.1333, Florida Statutes.

7. The federal employer identification number (FEI Number) of **310 Park South Restaurant, LLC** shall be 04-2929720 thereby remaining the same as the Florida Profit Corporation.

8. This conversion shall be effective upon the date of filing this Certificate of Conversion and attached Articles of Organization with the Florida Department of State.

Signed this 8th day of August, 2018.

Signature authorized representative of Florida Profit Corporation:

J. Peketi, Inc.

By: 

Name: **JoAnne R. McMahon**

Its: **President and Sole Director**

Signature on behalf of Other Business Entity:

310 Park South Restaurant, LLC

By: 

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**Articles of Organization
For
Florida Limited Liability Company**

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TALLAHASSEE

Article I

The name of the Florida Limited Liability Company is **310 Park South Restaurant, LLC.**

Article II

The street address of the principal office of the Limited Liability Company is **310 Park Avenue South, Winter Park, Florida 32789.** The mailing address of the principal office of the Limited Liability Company is **316 South Park Avenue, Winter Park, Florida 32789.**

Article III

The name of the Registered Agent is **JoAnne R. McMahon** and whose Florida street address is **316 South Park Avenue, Winter Park, Florida 32789.**

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, Florida Statutes.




Registered Agent Signature

Article IV

The Limited Liability Company is a Manager managed company. In accordance with the Operating Agreement of the Company, the **sole Manager (MGR)** of 310 Park South Restaurant, LLC is **JoAnne R. McMahon**, whose address is **316 South Park Avenue, Winter Park, Florida 32789.**

IN WITNESS WHEREOF, the Articles of Organization have been duly executed this 8th day of August, 2018.



JoAnne R. McMahon, Manager