

L14000206834

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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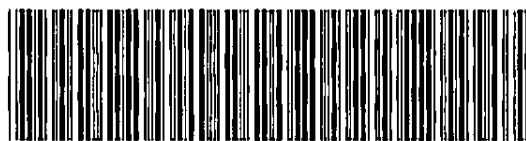
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2018 AUG 27 AM 7:46

SECRETARY OF STATE
TALLAHASSEE, FL

FREDERICK R. MACLEAN
ANNE B. MACLEAN
CHRISTOPHER J. EMA
LAURA G. MACLEAN
BRIAN V. BERGMAN
ADAN A. AULET, JR.*
AIMEE K. ARCE

MACLEAN & EMA P.A.
Attorneys and Counselors at Law

OF COUNSEL
ARLENE LAKIN
BOARD CERTIFIED
ELDER LAW

* ALSO ADMITTED IN ILLINOIS

July 20, 2018

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Powerline 14th Street, LLC (Resulting Florida Limited Liability Company)

Dear Sir or Madam,

The enclosed Articles of Conversion, Articles of Organization, and a check in the amount of \$185, representing the filing fees for same and the cost for the requested Certified Copy and Certificate of Status, are submitted to convert PERRY, PERRY, WOONTON, a Florida general partnership, into POWERLINE 14TH STREET, LLC, a Florida limited liability company, in accordance with Section 605.1045, Florida Statutes.

Please return all correspondence in this matter to my office at:

MACLEAN & EMA, P.A.
ATTN. ADAN A. AULET, JR.
2600 N.E. 14TH STREET CAUSEWAY
POMPANO BEACH, FL 33062
AAULET@MACLEAN-EMA.COM

Please feel free to contact the undersigned should you require anything further.

Very Truly Yours,

MACLEAN & EMA, P.A.



Adan A. Aulet, Jr.

For the Firm

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:
PERRY, PERRY, AND WOONTON 681800001004

(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 12, 1977

(date of organization, formation or incorporation)

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

POWERLINE 14TH STREET, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____

(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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SECRETARY OF STATE
TALLAHASSEE, FL

Signed this 27th day of June 2018.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]

Printed Name: Gerard J. Perry & Todd L. Wooton

Title: Managers

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

Signature: [Signature]

Printed Name: Gerard J. Perry

Title: Partner

Signature: [Signature]

Printed Name: Vivian Perry

Title: Partner

Signature: [Signature]

Printed Name: Todd L. Wooton, Trustee of the Margaret R. Wooton Trust, w/a/d 4/19/2007

Title: Partner

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
FOR
POWERLINE 14TH STREET, LLC
(a Florida limited liability company)

The undersigned certifies that these Articles of Organization are submitted to the Florida Department for the purpose of organizing a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I. NAME & PRINCIPAL PLACE OF BUSINESS

1. **Name:** The name of the limited liability company shall be *POWERLINE 14TH STREET, LLC, LLC*.
2. **Principal Address:** Its principal office shall be located at *2500 N.E. 33rd Street, Lighthouse Point, FL 33064*, but it shall have the power and authority to establish branch offices at any other place or places as the Manger may designate.
3. **Mailing Address:** Its mailing address shall be *2500 N.E. 33rd Street, Lighthouse Point, FL 33064*.

ARTICLE II. PURPOSES & POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To own, lease, operate, manage, and otherwise deal with real and personal property, and, further, to engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles of the limited liability company, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. MANAGEMENT

This limited liability company shall be managed by one or more managers. The names and addresses of the persons who shall serve until his successor is elected and qualified are:

GERARD J. PERRY
2500 N.E. 33rd Street
Lighthouse Point, FL 33064

TODD WOONTON
7131 Hiialeah Lane
Parkland, FL 33067

The persons who are designated or appointed shall carry out and further the decisions and actions for and on the behalf of the limited liability company and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including, but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages and security agreements, and any other type or form of document by which property or property rights of the limited liability company are transferred or encumbered, or by which debts and obligations of the limited liability company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

ARTICLE IV. MEMBERSHIP RESTRICTIONS

The interests in the limited liability company have not been registered under any securities laws. The interests in the limited liability company are subject to restrictions as to sale, transfer, hypothecation, or assignment.

ARTICLE V. EFFECTIVE DATE & DURATION

This limited liability company existed continuously as Perry, Perry, and Woonton, a Florida general partnership, from April 12, 1977, until the date of its conversion to and continuation as this limited liability company. This limited liability company shall have perpetual duration.

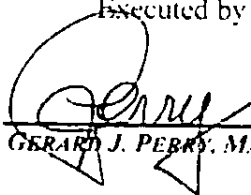
ARTICLE VI. INITIAL REGISTERED OFFICE & REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2500 N.E. 33rd Street, Lighthouse Point, FL 33064, and the name of the company's initial registered agent at that address is Gerard J. Perry.

CERTIFICATION OF AUTHORIZED REPRESENTATIVE

The undersigned certifies that this instrument constitutes the proposed Articles of Organization of *POWERLINE 14TH STREET, LLC*. In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. The undersigned is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

Executed by the undersigned on 27th June, 2018.


GERARD J. PERRY, MANAGER

SEE ATTACHED
TODD WOONTON, MANAGER

The persons who are designated or appointed shall carry out and further the decisions and actions for and on the behalf of the limited liability company and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including, but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages and security agreements, and any other type or form of document by which property or property rights of the limited liability company are transferred or encumbered, or by which debts and obligations of the limited liability company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

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Executed by the undersigned on June 27, 2018.

SEE ATTACHED

GERARD J. PERRY, MANAGER

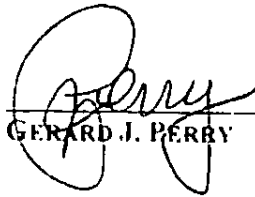


TODD WOONTON, MANAGER

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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.

REGISTERED AGENT:



GERARD J. PERRY