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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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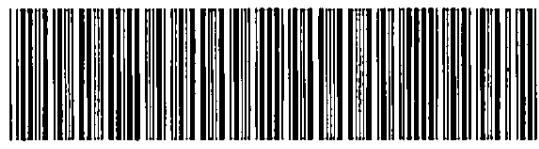
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

AUG 30 2018

T SCHROEDER

**HARPER, KYNEŞ, GELLER  
& GREENLEAF, P.A.**

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PRACTICE IN NEW YORK

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PRACTICE IN CALIFORNIA

DIRECT LINE: 727-498-5207

File No. 13458/25539

August 15, 2018

Florida Secretary of State  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Certificate of Conversion; Articles of Organization

Dear Sir or Madam:

Enclosed for filing are the following:

- (a) Certificate of Conversion to convert Animal Emergency Clinic of St. Petersburg, P.A. to Animal Emergency Clinic of St. Petersburg, LLC; and
- (b) Articles of Organization for Animal Emergency Clinic of St. Petersburg, LLC.

Please also find enclosed a check in the total amount of One Hundred Sixty and No/100 (\$160.00) representing Thirty-Five and No/100 Dollars (\$35.00) for the Certificate of Conversion and One Hundred Twenty-Five and No/100 Dollars (\$125.00) for the Articles of Organization.

Please return correspondence concerning the enclosed documents only to our firm address or call us me at (727) 498-5207. Otherwise, for all future mailings, correspondences, and reminders, please use the following information:

Ernest C. Godfrey  
7791 52nd Street N.  
Pinellas Park, Florida 33781  
E-Mail: [godfreydvm@msn.com](mailto:godfreydvm@msn.com)  
Phone: (727) 560-5598

**ARTICLES OF CONVERSION**

("Other Business Entity" into a Florida Limited Liability Company)

These Articles of Conversion and attached Articles of Organization are being submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Florida Statutes §605.1045.

1. The name of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is:

ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, P.A. *604876*

2. The "Other Business Entity" is a Florida corporation (professional association), first organized and formed under the laws of the State of Florida on January 1, 1974, and which was assigned Document Number 604876.

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

ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, LLC

4. The effective date for the conversion shall be the date these Articles of Conversion are filed with the Florida Secretary of State.

5. A plan of conversion was approved in accordance with all applicable laws.

6. The converted entity has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061 – 605.1072 of the Florida Statutes.

SIGNED this *28* day of *August*, 2018

ANIMAL EMERGENCY CLINIC  
OF ST. PETERSBURG, P.A.

*[Signature]*  
By: Ernest C. Godfrey  
Its: President

ANIMAL EMERGENCY CLINIC  
OF ST. PETERSBURG, LLC

*[Signature]*  
By: Ernest C. Godfrey  
Its: Authorized Representative

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[Articles of Organization appear on the following pages]

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TALLAHASSEE, FLORIDA  
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ARTICLES OF ORGANIZATION  
OF  
ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, LLC

The undersigned authorized representative does hereby subscribe to, acknowledge, and file the following Articles of Organization for the purpose of creating a limited liability company (the "Limited Liability Company") under the laws of the State of Florida.

ARTICLE I  
Name

The name of the Limited Liability Company shall be ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, LLC.

ARTICLE II  
Term of Existence

The Limited Liability Company shall begin existence on the date of filing of these Articles of Organization with the Florida Secretary of State, and shall have perpetual existence thereafter.

ARTICLE III  
Principal Office and Mailing Address  
of the Limited Liability Company

The principal address of the Limited Liability Company shall be 3165 22nd Ave. North, St. Petersburg, Florida 33713, and the mailing address of the Limited Liability Company shall be 7791 52nd Street N., Pinellas Park, Florida 33781, with the privilege of having its offices (and branch offices) at other places within or without the State of Florida.

ARTICLE IV  
Initial Registered Agent and Office

The initial registered office of the Limited Liability Company is 7791 52nd Street N., Pinellas Park, Florida 33781. The initial registered agent at that address is ERNEST C. GODFREY.

ARTICLE V  
Management

The Limited Liability Company shall be managed by one (1) or more managers and is, therefore, a manager-managed company.

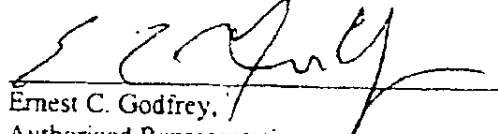
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ARTICLE VI  
Managers

The name and address of each Manager of the Limited Liability Company are:

Ernest C. Godfrey  
7791 52nd Street N.  
Pinellas Park, Florida 33781

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 28 day of August, 2018, and 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. 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 Section 817.155 of the Florida Statutes.

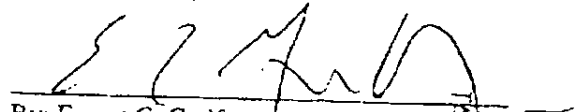
  
Ernest C. Godfrey,  
Authorized Representative

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

Pursuant to the provision of Section 605.0113 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered agent and registered office in the State of Florida.

1. The name of the Limited Liability Company is: ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, LLC.
2. The name and street address of the registered agent and office is ERNEST C. GODFREY, 7791 52nd Street N., Pinellas Park, Florida 33781.

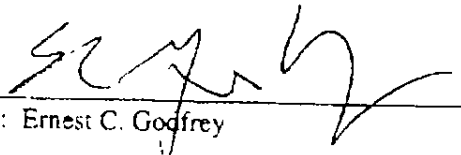
ANIMAL EMERGENCY CLINIC OF ST.  
PETERSBURG, LLC

  
By: Ernest C. Godfrey,  
Authorized Representative

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TALLAHASSEE, FLORIDA  
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The undersigned, having been named as registered agent for the above-named Limited Liability Company to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further 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 for ANIMAL EMERGENCY CLINIC OF ST. PETERSBURG, LLC as provided for in Chapter 605 of the Florida Statutes.

Dated this 20 day of August, 2018.



By: Ernest C. Godfrey

"Registered Agent"

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TALLAHASSEE, FLORIDA