

L18000284728

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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HARRISBURG, PENNSYLVANIA

DEC 13 2018
C Kinsey

Smith Saks PLC, an AV-Rated Law Firm
2390 East Camelback Road, Suite 318
Phoenix, Arizona 85016
602-888-9229
www.SmithSaks.com

Writer's Direct Contact:
J. Phillip Glasscock, Esq.
602-888-0691
jpg@smithsaks.com

Tuesday, 04-Dec-2018

20357

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

Re: Mount Whitney Investments, L.L.C.: Articles of Conversion

To Whom It May Concern:

Please find enclosed:

1. Cover Sheet.
2. Articles of Conversion.
3. Articles of Organization for Converted Entity.
4. Public Organic Record of Converting Entity (AZ).
5. \$150.00 check for filing.

Thank you in advance for your help.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Phillip Glasscock". The signature is fluid and cursive, with a large initial "J" and a stylized "G".

Attorney J. Phillip Glasscock, Esq.
for the firm

Enclosures as stated

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Mount Whitney Investments, L.L.C.
(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:

J. Philip Glascock, Esq.
(Contact Person)

Smith Saks PLLC
(Firm Name)

2390 E. Camelback Road, Suite 318
(Address)

Phoenix, Arizona 85016
(City, State and Zip Code)

jpg@smithsaks.com

Home Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

J. Philip Glascock, Esq. at (602) 888-9229
(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)

<input checked="" type="checkbox"/> \$150.00 Filing Fees ((\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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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 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:
Mount Whitney Investments, L.L.C.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Arizona
(Enter state, or if a non-U.S. entity, the name of the country)

on September 25, 2009
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:
Mount Whitney Investments, L.L.C.
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 12/31/18
(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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TALLAHASSEE, FLORIDA

Signed this 27 day of NOVEMBER 2018

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Printed Name: Jeffrey W. Baum

Title: Manager

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

Signature: _____

Printed Name: Debra Holt

Title: Manager

Signature: _____

Printed Name: Jeffrey W. Baum

Title: Manager

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)

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CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Mount Whitney Investments, L.L.C.

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

3109 Grand Avenue, #541

Miami, Florida 33133

Mailing Address:

3109 Grand Avenue, #541

Miami, Florida 33133

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Jeff Baum

Name

3109 Grand Avenue, #541

Florida street address (P.O. Box NOT acceptable)

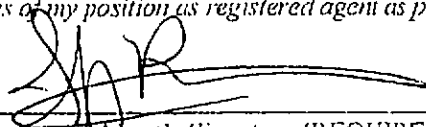
Miami

City

FL 33133

Zip

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, F.S.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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ALBANY, N.Y.

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

Debra Holt

2790 Clark Valley Road

Los Osos, California 93402

MGR

Jeffrey W. Baum

2627 South Bayshore Drive, Unit 1103

Miami, Florida 33133-5445

AMBR

Debra Holt

2790 Clark Valley Road

Los Osos, California 93402

AMBR

JWB Living Trust

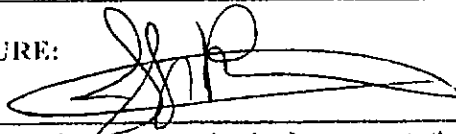
2627 South Bayshore Drive, Unit 1103

Miami, Florida 33133-5445

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1)(b), Florida Statutes. 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 s.17.155, F.S.

Jeffrey W. Baum, Manager

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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TALLAHASSEE, FLORIDA