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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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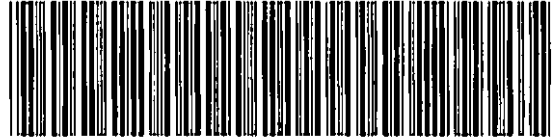
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/26/19--01011--006 **185.00

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Fox Trace Housing, LLC

(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:

Van P. Geeker

(Contact Person)

Emmanuel, Sheppard & Condon

(Firm/Company)

195 Grand Blvd. Suite 101

(Address)

Miramar Beach, FL 32550

(City, State and Zip Code)

godlewskij@ptdiocese.org

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Van P. Geeker

at (850) 460-8000

(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)

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☒ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

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:
Fox Trace Housing, Inc. NIL-5430

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(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 6/3/2011
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Fox Trace Housing, 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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TALLAHASSEE, FLORIDA

Signed this 4th day of March 2019.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Bishop William Wack
Printed Name: Bishop William Wack Title: Manager

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

Signature: Rob Bennett
Printed Name: Rob Bennett Title: President

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
FOX TRACE HOUSING, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 605 of the Florida Statutes, entitled the Florida Revised Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company. ***These Articles shall be effective as of the date of filing with the Florida Secretary of State.***

**ARTICLE I
NAME**

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is FOX TRACE HOUSING, LLC.

**ARTICLE II
ADDRESS**

The Company's street address of its principal place of business in Florida is 11 North B Street, Pensacola, FL 32502, and its mailing address is 11 North B Street, Pensacola, FL 32502.

**ARTICLE III
MEMBERSHIP**

The sole Member of the Company shall be:

NAME

ADDRESS

Street and Mailing address:

Bishop William Wack,
Diocese of Pensacola-
Tallahassee, corporation sole

11 North B Street
Pensacola, FL 32502

**ARTICLE IV
MANAGEMENT**

The business of the Company shall be managed by a manager chosen by the Company's sole Member. The initial Manager of the Company shall be:

Bishop William Wack

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ARTICLE V AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Chapter 605 of the Florida Statutes, and approved by the Manager of the Company.

ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office of the Company are: Bishop William Wack, 11 North B Street, Pensacola, FL 32502.

ARTICLE VII OTHER PROVISIONS

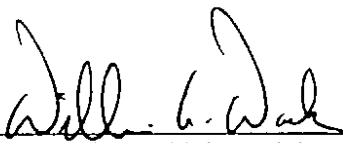
1. Purpose: The Company is organized exclusively to further the religious and charitable purposes of its sole member, the Diocese of Pensacola-Tallahassee, including, for such purposes, the making of distributions to Catholic Charities of Northwest Florida, Inc., as well as other organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such religious and charitable purposes, all for the public, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to operate, lease, mortgage, sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the principal and income therefrom for any of the purposes contain herein, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a limited liability company organized under the applicable provisions of the

Florida Revised Limited Liability Company Act for religious and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of its exempt purposes.

2. Distribution of Assets: Upon dissolution of the Company, the Manager shall, after paying or making provisions for the payment of all the liabilities of the Company, distribute all of the assets of the Company to the Diocese of Pensacola-Tallahassee or to such organization or organizations organized and operated exclusively for religious and charitable purposes as shall at any time qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Manager shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Company is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

The undersigned, being the authorized representative of the Company, hereby acknowledges that, in accordance with Section 605.0203(1)(b), Florida Statutes, the execution of these Articles of Organization 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, F.S.)

Dated: March 4, 2019.



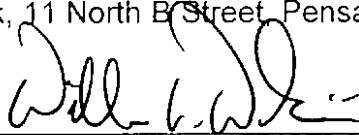
William Wack, Bishop, Diocese of Pensacola-Tallahassee, corporation sole

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113 or 605.0201, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the State of Florida.

The name of the limited liability company is Fox Trace Housing, LLC.

The name and street address of the registered agent and registered office of the company are: Bishop William Wack, 11 North B Street, Pensacola, FL 32502.

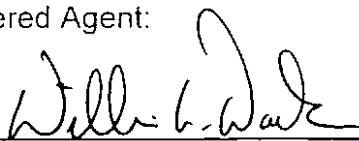


William Wack, Bishop, Diocese of Pensacola-
Tallahassee, corporation sole

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.

Dated: March 4, 2019.

Registered Agent:



William Wack

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TALLAHASSEE, FLORIDA