

L19000010150Z

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

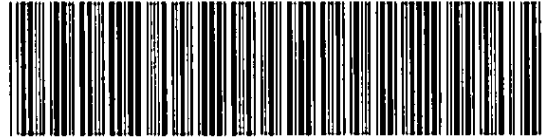
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2019 APR 12 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: KEYS CLAIMS CONSULTANTS, 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:

Cynthia M. Hendricks

(Contact Person)

Cummings & Lockwood LLC

(Firm/Company)

8000 Health Center Boulevard, Suite 300

(Address)

Bonita Springs, FL 34135

(City, State and Zip Code)

clasp@cl-law.com

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

For further information concerning this matter, please call:

Cynthia M. Hendricks

(Name of Contact Person)

at (239) 390-8074

(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

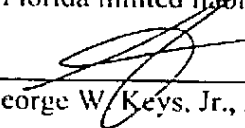
**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Section 605.1045 of the Florida Statutes, the following "Other Business Entity" hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida Limited Liability Company:

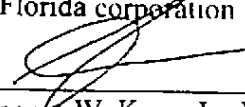
1. The name of the "Other Business Entity" immediately prior to the filing of this document was the **KEYS CLAIMS CONSULTANTS, INC.**
2. The "Other Business Entity" was a Florida corporation first formed on **April 18, 2006** under the laws of Florida.
3. After the filing of this document, the "Other Business Entity" shall become a Florida Limited Liability Company to be known as **KEYS CLAIMS CONSULTANTS, LLC**, as set forth in the attached articles of organization.
4. The conversion is permitted by the applicable laws governing the business entity and the conversion complies with such laws and the requirements of Section 605.1041 of the Florida Statutes, in effecting the conversion.
5. The plan of conversion has been approved in accordance with all applicable statutes.
6. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072.

Dated this 11th day of April, 2019.

KEYS CLAIMS CONSULTANTS, LLC,
a Florida limited liability company


George W. Keys, Jr., Authorized Person

KEYS CLAIMS CONSULTANTS, INC.
a Florida corporation


George W. Keys, Jr., President

2019 APR 12 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

**ARTICLES OF ORGANIZATION
OF
KEYS CLAIMS CONSULTANTS, LLC**

ARTICLE I

Name

The name of this limited liability company is **KEYS CLAIMS CONSULTANTS, LLC** (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company are:

1333 Third Avenue South
Suite 407
Naples, FL 34102

ARTICLE III

Purpose

The purpose for which this limited liability company is organized is for any and all lawful business as a limited liability company.

ARTICLE IV

Duration

The period of duration for the Company is perpetual.

ARTICLE V

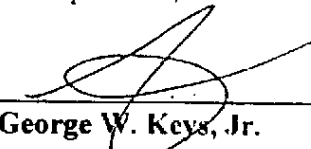
Registered Office and Agent

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

George W. Keys, Jr.
1333 Third Avenue South
Suite 407
Naples, FL 34102

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.


George W. Keys, Jr.

ARTICLE VI
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE VII
Limitation on Agency Authority of Members

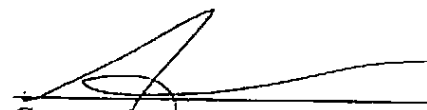
Pursuant to section 605.04074, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VIII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated this 11th day of April, 2019.

By:


George W. Keys, Jr.
Authorized Representative

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.817.155, F.S.