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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

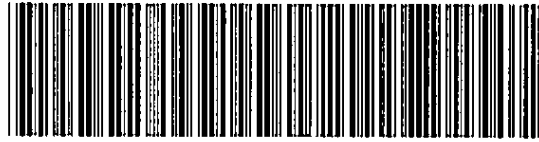
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/04/19--01028--019 **150.00

FILED
2019 APR 23 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: LuaneG, 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:

Michael A. Penn

(Contact Person)

Briskin, Cross & Sanford, LLC

(Firm/Company)

1001 Cambridge Square, Suite D

(Address)

Alpharetta, GA 30009

(City, State and Zip Code)

mpenn@briskinlaw.com

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

For further information concerning this matter, please call:

Michael A. Penn

at (770) 410-1555

(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

BRISKIN, CROSS & SANFORD, LLC

ATTORNEYS AT LAW
1001 CAMBRIDGE SQUARE
SUITE D
ALPHARETTA, GEORGIA 30009

TEL: (770) 410-1555

FAX: (770) 410-3281

www.briskinlaw.com

DATE: April 23, 2019

OF PAGES (INCL. COVER SHEET): 8

TO: Attn: Jessica Fason

FACSIMILE NO.: 850-245-6804

FROM: Stacy Courtney, Legal Asst.

RE: Conversion filing for LuaneG, LLC

☒ IMMEDIATE ATTENTION REQUIRED

☐ NEEDS CLIENT APPROVAL

☐ PLEASE REVIEW AND TELEPHONE SENDER
UPON RECEIPT

☐ FOR YOUR INFORMATION

☐ PLEASE REVIEW, INDICATE CHANGES AND RETURN
TO SENDER VIA FACSIMILE

☐ PLEASE SIGN AND RETURN TO
SENDER VIA FACSIMILE

☐ PLEASE DISTRIBUTE TO THE FOLLOWING:

PLEASE NOTIFY SENDER IMMEDIATELY AT (770) 410-1555 IF NOT RECEIVED PROPERLY.

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS ATTORNEY PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR AGENT RESPONSIBLE FOR DELIVERY OF THIS FACSIMILE MESSAGE TO THE INTENDED RECIPIENT. YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY BRISKIN, CROSS & SANFORD, LLC BY TELEPHONE AT (770) 410-1555 AND RETURN THE ORIGINAL MESSAGE TO US AT THE ADDRESS ABOVE VIA THE U.S. POSTAL SERVICE.

COPY

ARTICLES OF CONVERSION

OF

LUANEG, LLC

Pursuant to provisions of the Limited Liability Company Act of the State of Georgia and the Florida Revised Limited Liability Company Act, LUANEG, LLC (the "Company") sets forth the following Certificate of Conversion.

ARTICLE I

Converting Entity. The name of the converting entity is LUANEG, LLC a limited liability company organized under the laws of the State of Georgia on November 25, 2014 (the "Converting Entity").

ARTICLE II

Converted Entity. The name of the converted entity is LUANEG, LLC, a limited liability company that shall be governed under the laws of the State of Florida (the "Converted Entity").

ARTICLE III

Effective Date. The conversion shall be effective 12:00 a.m. E.T. on April 1, 2019 (the "Effective Date").

ARTICLE IV

Election and Approval. The conversion has been approved by the Converting Entity in accordance with the laws of the State of Georgia, and by all members of the Converting Entity who as a result of the conversion, will have interest holder liability under F.S.A. 605.1043(1)(b).

ARTICLE V

Mailing Address of Converted Entity. A copy of any process served on the department pursuant to F.S.A. 605.0117 and Chapter 48 may be sent to the Converted Entity's mailing address: 2740 SW Martin Downs Blvd. #312, Palm City, FL 34990.

ARTICLE VI

Public Organic Record. The text of the public organic record of the Converted Entity is attached hereto as Exhibit "A".

ARTICLE VII

Appraisal Rights. The converted entity has agreed to pay the members of the limited liability company with appraisal rights the amount to which such members are entitled under F.S.A. 605.1006 and 605.1061-605.1072.

LUANEG, LLC

By: Luane Goldstone
Luane Goldstone, Authorized Member

FILED
2019 APR 23 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
LUANEG, LLC**

The undersigned, an authorized representative and acting as organizer of LUANEG, LLC, under the Florida Limited Liability Company Act, adopts the following Articles of Organization for said limited liability company:

I. NAME OF COMPANY

The name of the limited liability company is LUANEG, LLC, (the "Company").

II. ADDRESS

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

Principal Office Address

2740 SW Martin Downs Blvd.
#312
Palm City, FL 34990

Mailing Address

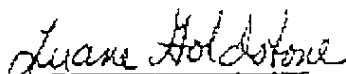
2740 SW Martin Downs Blvd.
#312
Palm City, FL 34990

**III. REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED
AGENT'S SIGNATURE**

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

Luane Goldstone
2740 SW Martin Downs Blvd.
#312
Palm City, FL 34990

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's Signature

IV. PERIOD OF DURATION

The Company shall commence with the filing of these Articles of Organization with the Florida Secretary of State and shall continue until the Company is dissolved and its affairs wound up in accordance with the terms of the Company's Operating Agreement or the Florida Limited Liability Company Act.

V. PURPOSE

The Company is organized for any legal and lawful purpose pursuant to the Florida Limited Liability Company Act.

VI. ORGANIZER

The Organizer of the Company is as follows:

Alan M. Briskin, Esquire
Briskin, Cross & Sanford, LLC
1001 Cambridge Square, Suite D
Alpharetta, Georgia 30009

VII. VOTING

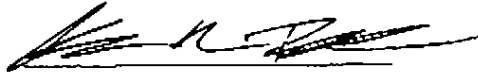
Except as otherwise set forth in a written operating agreement, each Member of the Company shall have the right to vote on matters upon which Members are entitled to vote pursuant to the Florida Limited Liability Company Act in proportion to that Member's ownership interest in the Company.

VIII. ACTION WITHOUT MEETING

Action required or permitted to be taken at a meeting of the Members of the Company may be taken without a meeting if the following conditions are met:

- (i) The action was taken by Members that would have been entitled to vote at a duly called meeting; and
- (ii) The action must be approved by Members of the Company holding a minimum number of votes that would be necessary to authorize or take the action at a meeting at which all Members of the Company entitled to vote were present and voted.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization for LUANEG, LLC this 1st day of April, 2019.



Alan M. Briskin, Organizer

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true

Submitted by:
BRISKIN, CROSS & SANFORD, LLC
1001 Cambridge Square, Suite D
Alpharetta, GA 30009