

L190000174973

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

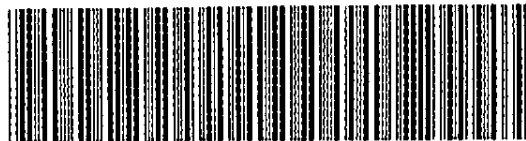
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



600331263396

07/17/17 17:00:00

2019  
SECRETARY OF  
TALLAHASSEE, FL

J. FAS

JUL 17 2



**GUNSTER**  
PRIVATE WEALTH SERVICES

Our File Number: 46181.1  
Writer's E-Mail Address: [RBurdo@Gunster.com](mailto:RBurdo@Gunster.com)  
Writer's Direct Dial: 561-650-0703

July 2, 2019

**FEDERAL EXPRESS**

Florida Division of Corporations  
Attn: New Filings Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Spencer Rock Investments, LLC, a California liability company  
Articles of Conversion and Articles of Organization

Dear Sir or Madam:

In connection with the conversion of Spencer Rock Investments, LLC, a California limited liability company (the "Company"), to a Florida limited liability company, enclosed please find:

1. Articles of Conversion and Articles of Organization (*original* and one copy);
2. Our firm's check in the amount of \$185, representing the filing fee (\$25 for conversion, \$125 for organization, \$30 for certified copy, and \$5 for certificate of status); and
3. A self-addressed stamped envelope in which to return the certified copy and certificate of status.

Thank you for your assistance with this matter. If you have any questions or comments, please contact me via phone (561-650-0703), e-mail ([rburdo@gunster.com](mailto:rburdo@gunster.com)) or fax (561-671-2461).

Very truly yours,

Rita M. Burdo, ACP, FRP  
Advanced Certified Paralegal

Enclosures

Mr. Thomas B. Crowley, Jr.  
Lisa A. Schneider, Esq.

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

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

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is SPENCER ROCK INVESTMENTS, LLC.
2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of the State of California on January 6, 2015.
3. The name of the "Florida Limited Liability Company" as set forth in the attached Articles of Organization is SPENCER ROCK INVESTMENTS, LLC.
4. The effective date of the conversion of the "Other Business Entity" into a Florida limited liability company is the date of filing.
5. The Plan of Conversion has been approved in accordance with 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, F.S.

Signed this 2nd day of July, 2019.

FLORIDA LIMITED LIABILITY COMPANY:

SPENCER ROCK INVESTMENTS, LLC

By: 

Thomas B. Crowley, Jr., Manager

OTHER BUSINESS ENTITY"

SPENCER ROCK INVESTMENTS, LLC

By: 

Thomas B. Crowley, Jr., Manager

**FILED**  
2019 JUL -3 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE FL

**ARTICLES OF ORGANIZATION  
FOR  
SPENCER ROCK INVESTMENTS, LLC  
*a Florida Limited Liability Company***

*The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Revised Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:*

**ARTICLE 1  
NAME**

The name of the Limited Liability Company is SPENCER ROCK INVESTMENTS, LLC (the "Company").

**ARTICLE 2  
DURATION**

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**ARTICLE 3  
NATURE OF BUSINESS**

The Company is organized for the purpose of transacting any and all lawful business permitted under the Act.

**ARTICLE 4  
ADDRESS**

The initial principal office address of the Company is 553 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082, and the initial mailing address of the Company is 830 A1A North, Suite 13-623, Ponte Vedra Beach, Florida 32082.

**ARTICLE 5  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is 553 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of the Company at that address is THOMAS B. CROWLEY, JR.

**ARTICLE 6  
MANAGEMENT**

The name and address of the Manager that will manage and control the Company are:


THOMAS B. CROWLEY, JR.  
553 Ponte Vedra Boulevard  
Ponte Vedra Beach, FL 32082

MGR

**ARTICLE 7  
EFFECTIVE DATE**

The effective date is the date of filing of these Articles of Organization with the Florida Department of State.

**IN WITNESS WHEREOF** the undersigned has executed these Articles as of the 2nd day of July, 2019.

  
THOMAS B. CROWLEY, JR.  
Authorized Representative

*(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 s.817.155, F.S.)*

#### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, THOMAS B. CROWLEY, JR. hereby accepts the appointment as registered agent and agrees to act in this capacity. THOMAS B. CROWLEY, JR. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, F.S.

  
THOMAS B. CROWLEY, JR.

Dated: July 2, 2019.