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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

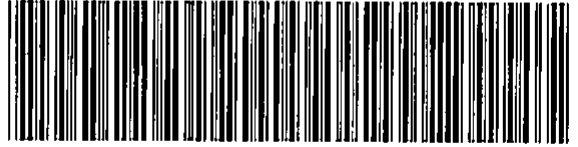
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2019 JUL 17 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FL

ROBERT D. ROYSTON, JR., P.A.

a Florida Professional Association
ATTORNEY AT LAW

Robert D. Royston, Jr.

(Member of the Florida Bar Association since 1981)

Telephone (239) 205-2225

Facsimile (239) 205-2016

Mailing Address

Post Office Box 07159
Fort Myers, FL 33919-7159

Office Address

12140 Carissa Commerce Ct., Suite 102
Fort Myers, FL 33966

July 16, 2019

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Sent By:
Fed-Ex Courier Delivery

Re: Rogan Amalgamation Limited conversion (Other Business Entity (Florida limited partnership) into Florida limited liability company)

Dear Sir or Madam:

Enclosed please find:

1. Articles of Conversion for the above referenced Florida limited partnership together with the attached Articles of Organization for Rogan Amalgamation, LLC.
2. My firm's check in the sum of \$150.00 in payment of the filing fee.

Please do not hesitate to contact me with any questions or concerns regarding this filing.

Very Truly Yours


Robert D. Royston, Jr.
For the Firm

Direct Dial: (239) 205-2296
E-mail: rroyston@rroystonlaw.com

Enclosures: As indicated
cc: Michael P. Rogan
Debra K. Rogan

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Rogan Amalgamation, 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:

Robert D. Royston, Jr.

(Contact Person)

Robert D. Royston, Jr., P.A.

(Firm/Company)

P.O. Box 07159

(Address)

Fort Myers, FL 33919

(City, State and Zip Code)

rrouston@rroystonlaw.com

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

For further information concerning this matter, please call:

Robert D. Royston, Jr.,

at (239) 205-2296

(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:

Rogan Amalgamation Limited

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Partnership

(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 June 1, 2001

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Rogan Amalgamation, 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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SECRETARY OF STATE
TALLAHASSEE, FL


FILED

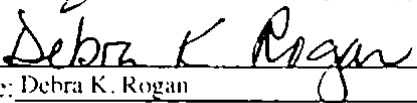
Signed this 11 day of July 2019.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: Michael P. Rogan Title: Manager

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

Signature: 
Printed Name: Michael P. Rogan Title: General Partner

Signature: 
Printed Name: Debra K. Rogan Title: General Partner

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
ROGAN AMALGAMATION, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

1.

The name of the Limited Liability Company is Rogan Amalgamation, LLC.

2.

The Limited Liability Company's period of duration shall be perpetual.

3.

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

5076 Starfish Ave.
Naples, FL 34103

The mailing address of the Limited Liability Company is:

5076 Starfish Ave.
Naples, FL 34103

4.

The name and street address of the initial registered agent in Florida shall be:

<u>Name</u>	<u>Address</u>
Tax & Financial Strategists, LLC	28089 Vanderbilt Dr. Suite 201 Bonita Springs, FL 34134

5.

The management and control of the Limited Liability Company shall be vested initially in its Managers and is therefore manager managed.

6.

The name and address of the managers of the company, who shall manage and control the affairs of the limited liability company, are:

<u>Name</u>	<u>Address</u>
Michael P. Rogan	5076 Starfish Ave. Naples, FL 34103
Debra K. Rogan	5076 Starfish Ave. Naples, FL 34103

7.

The right of the remaining Members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company shall be as follows:

Such remaining Members shall continue the Limited Liability Company if, by majority vote, they elect to do so.

8.

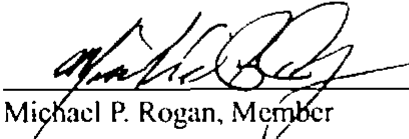
The Limited Liability Company shall indemnify to the fullest extent permitted by the Florida Limited Liability Company Act its Members and Managers.

9.

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

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization of the Rogan Amalgamation, LLC, and acknowledged them to be his act on this the 11th day of July, 2019.

(In accordance with Section 605.0203(1)(b) , Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalty of perjury that the facts stated herein are true.)

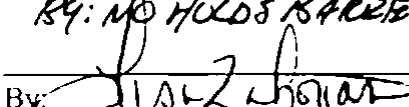


Michael P. Rogan, Member

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles of Organization, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties, as may be provided in Chapter 605, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Acceptance of Duties of Registered Agent of the Rogan Amalgamation, LLC, and acknowledged them to be his act on this the 11th day of July, 2019.

Tax & Financial Strategists, LLC
BY: NO HOLDS BARRED COMPANY, MANAAG
By:  LISA ZAHORIAN
As its: PRESIDENT
Registered Agent