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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

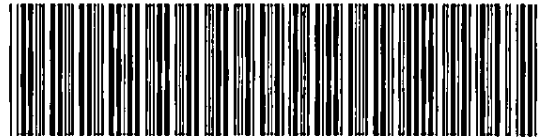
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



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2019 AUG 19 PM 4:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUG 26 2019

K. Brumbley

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** FL Purple Turtle Properties 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:

Tracy Holley

(Contact Person)

(FL) Purple Turtle Properties LLC

(Firm/Company)

106 W Lambright St

(Address)

Tampa FL 33604

(City, State and Zip Code)

info@purpleturtleproperties.com

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

For further information concerning this matter, please call:

Tracy Holley

at (813) 443-3868

(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:  
FL Purple Turtle Properties LLC #M18-9158  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LLC  
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Nevada  
(Enter state, or if a non-U.S. entity, the name of the country)

on September 13, 2018  
(date of organization, formation or incorporation)

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

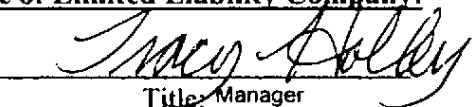
5. The plan of conversion has been approved in accordance with all applicable statutes.

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, FLORIDA

Signed this 15 day of August 2019.

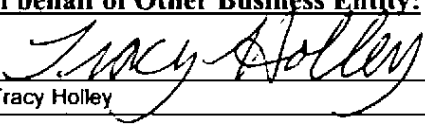
**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: 

Printed Name: Tracy Holley

Title: Manager

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

Signature: 

Printed Name: Tracy Holley

Title: Manager

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  
for FL Purple Turtle Properties, LLC  
Pursuant to s.605, F. S.

**ARTICLE I: NAME** The name of the limited liability company shall be FL Purple Turtle Properties, LLC

**ARTICLE II: PRINCIPAL OFFICE** The principal place of business/mailing address is:

Principal address:

106 W Lambright St.  
Tampa, FL 33604

Mailing address:

106 W Lambright St.  
Tampa, FL 33604

**ARTICLE III: REGISTERED AGENT/ORGANIZER** The name and Florida street address of the limited liability company's registered agent and organizer:

Registered agent:

Tracy Holley  
106 W Lambright St.  
Tampa, FL 33604

Organizer:

Tracy Holley  
106 W Lambright St.  
Tampa, FL 33604

**ARTICLE IV: MANAGEMENT OF THE COMPANY**

The management of this company shall be managed by the Manager. **Tracy Holley** of 106 W Lambright St., Tampa FL 33604 has been named as Manager of this company, by consent of the members, and shall help have all powers, duties and responsibilities as outlined in the operating agreement. Only the manager or managing members can bind the company, non-managing members have no authority to bind it. The manager's official mailing address is: 106 W Lambright St, Tampa FL 33604

**ARTICLE V: PURPOSE** The purpose for which this limited liability company is organized:

The company shall have unlimited power to engage in and do any lawful act concerning any and all lawful business for which limited liability companies may be organized according to the laws of the state of Florida, excluding banking and insurance, excluding all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE VI: DURATION** The period of its duration shall be perpetual from the date of initial filing of the articles of organization with the Secretary of State a Florida, having domesticated from Nevada and first formed on September 13<sup>th</sup>, 2018 under the previous name of Purple Turtle Properties, LLC

**ARTICLE VII: BUSINESS CONTINUANCE** Upon the death, retirement, resignation, expulsion, bankruptcy or disillusion of a member or occurrence of any other event which terminates the continued membership of the a member in the company the remaining members of the company may continue the business and the company may upon unanimous agreement as provided in the operating agreement of the company.

**ARTICLE VIII: ADDITION AND REMOVAL OF MEMBERS** Additional members may be admitted at such times in on such terms and conditions as all members may unanimously agree and as provided in the Operating Agreement of the Company. The members may be expelled or removed only in the manner provided in the Company's Operating Agreement.

Articles of Organization  
for FL Purple Turtle Properties, LLC  
Pursuant to s.605, F. S.


**ARTICLE IX INDEMNIFICATION** The Company shall indemnify any individual made party to any proceeding that results from their relationship as a manager, officer, member, organizer, employee or agent of the company against liability incurred in the proceeding if:

- A. They conduct themselves in good faith and
- B. They reasonably believe that their conduct was in or at least is not opposed to the Company's best interest and
- C. In the case of any criminal proceeding they had no reasonable cause to believe their conduct was unlawful.

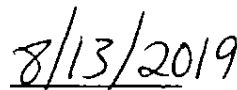
The indemnity the indemnification and advance of expenses authorized herein shall not be exclusive to any other rights to which any manager, officer, organizer, employee or agent may be entitled by any by law, agreement, and vote of members or disinterested managers or otherwise. The articles of organization shall not be interpreted to limit in any manner the indemnification or right or advancement for expense of an individual who would otherwise be entitled there to. These articles of organization shall be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law.

**ARTICLE X: PREEMPTIVE RIGHTS:** The members of the Company have preemptive rights only in the manner specified in the Operating Agreement.

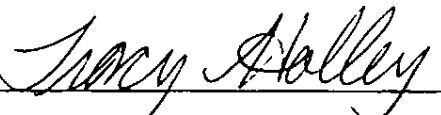
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY.



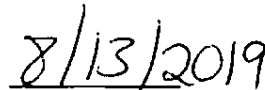
Signature/Registered Agent:



Date



Signature/Organizer:



Date