

L19 000283942

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

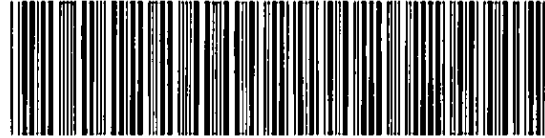
(Business Entity Name)

(Document Number)

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

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STATE OF  
ILLINOIS

## COVER LETTER

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

**SUBJECT:** ROBINSON SPORTS FLORIDA 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:

Erin E. Houck-Toll

(Contact Person)

Henderson, Franklin, Starnes & Holt, P.A.

(Firm/Company)

1715 Monroe Street

(Address)

Fort Myers, FL 33901

(City, State and Zip Code)

erin.houck-toll@henlaw.com

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

For further information concerning this matter, please call:

Erin E. Houck-Toll

at ( 239 ) 344-1296

(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)

<input checked="" type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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**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

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SECRETARY OF STATE  
OF FLORIDA

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

The following articles of conversion are submitted in accordance with the Florida Revised Limited Liability Company Act, pursuant to Florida Statutes Section 605.1045, to convert the following "Other Business Entity" into a Florida Limited Liability Company.

**FIRST:** The name, entity type and state of jurisdiction of the "Other Business Entity" immediately prior to the filing of these Articles of Conversion is:

<u>Name</u>	<u>Entity Type</u>	<u>Jurisdiction</u>
ROBINSON SPORTS LLC	Limited Liability Company	Maryland

**SECOND:** The "Other Business Entity" was first organized under the laws of Maryland on January 23, 2014.

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

<u>Name</u>
ROBINSON SPORTS FLORIDA LLC

**FOURTH:** The conversion shall become effective on December 1, 2019.

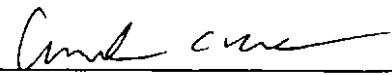
**FIFTH:** The plan of conversion has been approved in accordance with all applicable statutes.

**SIXTH:** The "Converted or Other Business Entity" has agreed to pay any member having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 7<sup>th</sup> day of November, 2019.

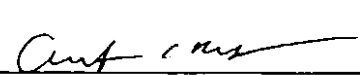
**Authorized Representative of Limited Liability Company:**

**ROBINSON SPORTS FLORIDA LLC**  
a Florida limited liability company

By:   
Christopher Robinson, Manager

**Authorized Representative of "Other Business Entity":**

**ROBINSON SPORTS LLC**  
a Maryland limited liability company

By:   
Christopher Robinson, Manager

**ARTICLES OF ORGANIZATION  
OF  
ROBINSON SPORTS FLORIDA LLC**

**ARTICLE I-NAME**

The name of the limited liability company shall be ROBINSON SPORTS FLORIDA LLC (the "Company").

**ARTICLE II-MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is:  
1780 Welham Street, #270  
Orlando, Florida 32814

**ARTICLE III-EFFECTIVE DATE**

This limited liability company's existence shall commence on December 1, 2019 and shall terminate as provided for in the Operating Agreement.

**ARTICLE IV-INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

<b><u>Name</u></b>	<b><u>Address</u></b>
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HF Registered Agents, LLC	1715 Monroe Street Fort Myers, FL 33901
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**ARTICLE V-PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE VI-MANAGEMENT OF THE COMPANY**

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following are the names and addresses of the initial Managers who shall serve as the Managers of the Company until their successors are elected and qualified:


<b><u>Name</u></b>	<b><u>Address</u></b>
Christopher Robinson	1780 Welham Street, #270 Orlando, Florida 32814

**ARTICLE VII-OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

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CLERK OF DISTRICT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE SEVENTH JUDICIAL CIRCUIT  
IN FLORIDA

The undersigned, being an authorized representative of the Members of the Company, has executed these Articles of Organization this 19<sup>th</sup> day of November, 2019.



Erin E. Houck-Toll  
Authorized Representative

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State of Maryland  
Department of Assessments and Taxation

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: ROBINSON SPORTS FLORIDA LLC.
2. The name and address of the registered agent and office are:

HF Registered Agents, LLC  
1715 Monroe Street  
Fort Myers, FL 33901

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, Florida Statutes.

**REGISTERED AGENT:  
HF Registered Agents, LLC**

By:   
Erin E. Houck-Toll, Vice-President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA