

L2000000541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

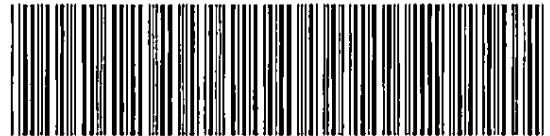
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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01/02/20--01002--005 **600.00

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2020 JAN -8 AM 8:28

SECRETARY OF STATE
TALLAHASSEE, FL

2019 DEC 30 PM 3:48

CLERK OF SUPERIOR COURT
TALLAHASSEE, FL

J. FASON

JAN 09 2020

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KEY NORTH HOLDINGS LTD LLC

Signature _____

Requested by: Seth

12/30/19

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

172 Ponder's Printing • Thomaston, GA 30086

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ ☒ Art. of Amend. File Conversion
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 2, 2020

CAPITAL CONNECTION, INC.

SUBJECT: KEY NORTH HOLDINGS LTD LLC
Ref. Number: W20000000015

We have received your document for KEY NORTH HOLDINGS LTD LLC and your check(s) totaling \$1200.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "LTD." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

The Certificate of Conversion must state the date on which, and the jurisdiction in which, the other business entity was first organized and, if changed, its jurisdiction immediately prior to the conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason
Regulatory Specialist II

Letter Number: 320A00000003

20 JAN 14 10:25 AM

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KEY NORTH HOLDINGS LTD

Signature _____

Requested by: Seth

01/08/20

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

_____ Art of Inc. File _____
_____ LTD Partnership File _____
_____ Foreign Corp. File _____
_____ L.C. File _____
_____ Fictitious Name File _____
_____ Trade/Service Mark _____
_____ Merger File _____
_____ Art. of Amend. File _____
_____ RA Resignation _____
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_____ Fictitious Owner Search _____
_____ Vehicle Search _____
_____ Driving Record _____
_____ UCC 1 or 3 File _____
_____ UCC 11 Search _____
_____ UCC 11 Retrieval _____
_____ Courier _____

ARTICLES OF CONVERSION

Pursuant to section 605.1045, Florida Statutes, the following Converting Entity hereby submits the attached articles of organization and these articles of conversion to convert to a Florida limited liability company:

FIRST: The name, jurisdiction of formation, date of formation, and type of entity of the Converting Entity:

- A. Name: **Key North Holdings Ltd**
- B. Jurisdiction: **British Virgin Islands**
- C. Date of Formation: **December 3, 2002**
- D. Entity type: **Corporation**

SECOND: The name, jurisdiction of formation, and type of entity of the Converted Entity:

- A. Name: **Key North Holdings, LLC**
- B. Jurisdiction: **Florida**
- C. Entity type: **Limited Liability Company**

THIRD: The conversion was approved by the foreign Converting Entity in accordance with the law of its jurisdiction of formation and by each member of the Converting Entity, who as a result of the conversion will have interest holder liability under s. 605.1043(1)(b) and whose approval is required.

FOURTH: The Converted Entity has agreed to pay to the members of any limited liability company with appraisal rights the amount to which such members are entitled under s. 605.1006 and ss. 605.1061-605.1072.

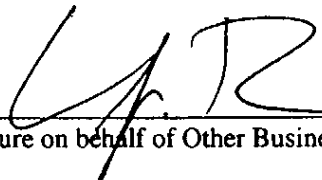
FIFTH: The effective date and time of the conversion to a limited liability company is the date and time of filing with the Florida Department of State.



Signature of Authorized Representative of Member

Andrew Pascale

Typed or Printed Name of Signee



Signature on behalf of Other Business Entity

Andrew Pascale

Typed or Printed Name of Signee, and Title

FILED
2020 JAN - 8 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
KEY NORTH HOLDINGS, LLC**

ARTICLE I - NAME

The name of the limited liability company is KEY NORTH HOLDINGS, LLC, ("company").

ARTICLE II - ADDRESS

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

Principal Office Address:
12 SE 7th Street, Suite 820
Fort Lauderdale, Florida 33301

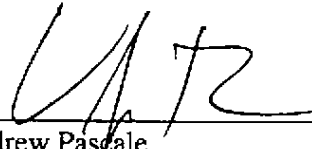
Mailing Address:
12 SE 7th Street, Suite 820
Fort Lauderdale, Florida 33301

**ARTICLE III - REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE**

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

Andrew Pascale
12 SE 7th Street, Suite 820
Fort Lauderdale, Florida 33301

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, F.S.



Andrew Pascale

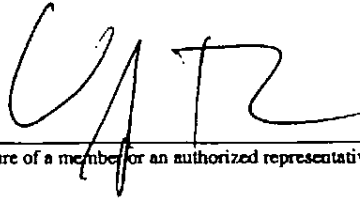
ARTICLE IV - MANAGERS OR MEMBERS

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:
"MGR" = Manager
"AMBR" = Authorized Member

Name and Address:

REQUIRED SIGNATURE:

A handwritten signature in black ink, appearing to read 'APTR', written over a horizontal line.

Signature of a member for an authorized representative of a member.

This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. 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.

Andrew Pascale

Typed or printed name of signee