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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

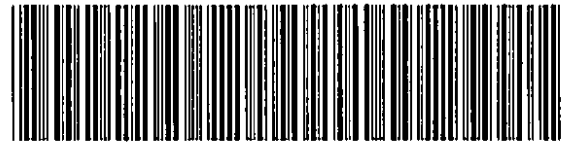
(Business Entity Name)

(Document Number)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

20 MAY 25 PM 2:06

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MAY 23 2020

W20-28731



ALEXANDRA DEANE GABEL  
Attorney at Law

Reply to: Naples  
T 239.514.1000 Ext 2027  
F 239.514.0377  
agabel@gfpac.com

May 21, 2020

***Via Federal Express***

New Filing Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

FILED  
20 MAY 26 PM 2:06  
TALLAHASSEE, FLORIDA

Re: Conversion of Rarus Enterprises, LLC, a South Dakota Limited Liability Company to a Florida Limited Liability Company

To Whom It May Concern:

These documents were previously submitted to this department for filing in March, but are being resubmitted for filing now that the annual report for Rarus Enterprises, LLC has been filed for 2020. The filing fee of \$150.00, for conversion pursuant to Fla. Stat. Sec. 605.1045, was previously submitted to your department and that check was retained by you. For that reason, payment of the filing fees is not enclosed again.

Enclosed please find the following documents:

1. Articles of Conversion;
2. Articles of Organization; and
3. Certificate of Status of Rarus Enterprises, LLC from South Dakota.

Please return all correspondence concerning this matter to me at the address below. For further information, I can be reached directly at [agabel@gfpac.com](mailto:agabel@gfpac.com) or at 239-404-3008.

Very truly yours,

Alexandra D. Gabel

ADG/lkk

Enclosures

2020 MAY 26 PM 2:59



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 18, 2020

ALEXANDRA D. GABEL, ESQ.  
GRANT FRIDKIN PEARSON, P.A.  
5551 RIDGEWOOD DR., STE. 501  
NAPLES, FL 34108

SUBJECT: RARUS ENTERPRISES, LLC  
Ref. Number: W20000028731

We have received your document for RARUS ENTERPRISES, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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.

DANIEL L O'KEEFE  
Regulatory Specialist II

Letter Number: 620A00005966

State of Florida  
Tallahassee, Florida

20 MAY 26 PM 2:06

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**COVER LETTER**

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

**SUBJECT:** Rarus Enterprises, 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:

Alexandra D. Gabel, Esq.  
(Contact Person)

Grant Fridkin Pearson, P.A.  
(Firm/Company)

5551 Ridgewood Dr., Ste. 501  
(Address)

Waples, FL 34108  
(City, State and Zip Code)

Kevin@KelseyCapitalMgt.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Tara Friedman at (239) 514-1000  
(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<br>(S25 for Conversion<br>& \$125 for Articles<br>of Organization) | <input type="checkbox"/> \$155.00 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$180.00 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|---|---|--|

**Mailing Address:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

New Filing Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

## ARTICLES OF CONVERSION

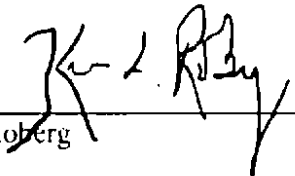
OF

## RARUS ENTERPRISES, LLC

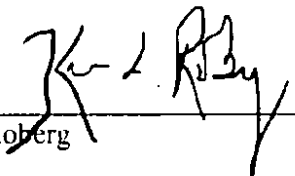
In accordance with §605.0102(23), *Florida Statutes*, these Articles of conversion are submitted for filing:

1. The name of the entity immediately prior to the filing of these Articles of Conversion was Rarus Enterprises, LLC.
2. Rarus Enterprises, LLC is a limited liability company, first organized, formed or incorporated under the laws of the State of South Dakota on January 30, 2015.
3. Attached are Florida Articles of Organization to complete the conversion requirements. The name of the Florida Limited Liability Company shall be Rarus Enterprises, LLC.
4. These Articles of Conversion are effective as of the date of filing.
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 §§ 605.1006 and 605.1061-605.1072, *Florida Statutes*.

Signature of Authorized Representative of Florida Limited Liability Company:

  
\_\_\_\_\_  
Kevin L. Roberg

Signature of Authorized Representative of Converted Business Entity

  
\_\_\_\_\_  
Kevin L. Roberg

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20 MAY 26 PM 2:06  
CLERK OF COURT  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**RARUS ENTERPRISES, LLC**

**ARTICLE I - NAME**

The name of this Limited Liability Company is: Rarus Enterprises, LLC

**ARTICLE II - ADDRESS**

The mailing address and principal office address of this Company is:

8940 Burrowing Owl Court  
Naples, Florida 34120

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

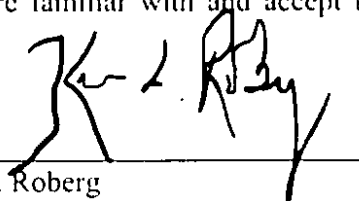
The name and the Florida street address of the Registered Agent are:

Kevin L. Roberg  
8940 Burrowing Owl Court  
Naples, Florida 34120

Having been named as registered agent and to accept service of process for the Company at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of my position as registered agent.

By: \_\_\_\_\_

Kevin L. Roberg



**ARTICLE IV - MANAGEMENT**

The Company shall be manager-managed. The name and address of the person authorized to

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

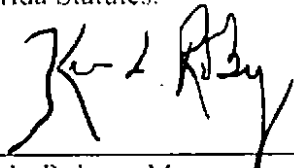
manage and control this Company is:

Kevin L. Roberg, Manager (MGR)  
8940 Burrowing Owl Court  
Naples, Florida 34120

#### ARTICLE V - PURPOSE

The purpose for which this Company is organized is: Any and all lawful business permitted under Florida law.

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. We are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Kevin L. Roberg, Manager

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20 MAY 26 PM 2:07  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA