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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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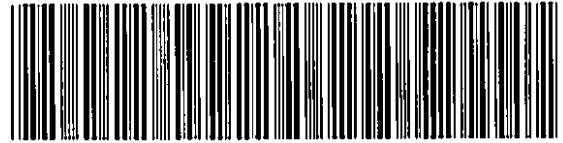
(Business Entity Name)

(Document Number)

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

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2020 JUL -1 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FL

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JUL 2 - 2020

# Sunshine State Corporate Compliance Company

3458 Lakeshore Drive Tallahassee, Florida 32312

(850) 656-4724

DATE 7/1/2020

**\*\*WALK IN\*\***

ENTITY NAME NORTHROP AND JOHNSON YACHTS-SHIPS INC

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

*Plain Copy*

XXXXXXXX

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certified Copy of Arts & Amendments Complete File (Including Annual Reports)*

*Certificate of Status*

*Certificate of Status Reflecting:* \_\_\_\_\_

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$ 180

ACCOUNT # 120160000072

*W: C DW*

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

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SECRETARY OF STATE  
TALLAHASSEE, FL

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

These 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 these Articles of Conversion is Northrop and Johnson Yachts-Ships Inc.
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on May 16, 1990.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Northrop & Johnson Yachts-Ships LLC.
5. These Articles of Conversion are effective as of the date of filing with the Florida Secretary of State.
6. The plan of conversion has been approved in accordance with all applicable statutes.

Signed this 1st day of July, 2020.

**Signature on behalf of Other Business Entity:**

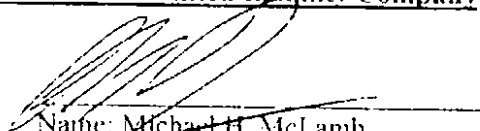
Signature of Chairman, Vice Chairman, Director, or Officer.



Name: Michael H. McLamb

Title: President, Secretary and Treasurer

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



Name: Michael H. McLamb

Title: President, Secretary and Treasurer

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SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION  
OF  
NORTHROP & JOHNSON YACHTS-SHIPS LLC**

The undersigned, being a duly authorized representative of the Member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, adopts the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company is Northrop & Johnson Yachts-Ships LLC (the "Company").

**ARTICLE II  
ADDRESS**

The principal and mailing address of the Company is:

2600 McCormick Drive, #200  
Clearwater, Florida 33759

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 801 US Highway 1 North Palm Beach, Florida 33408 as the street address of the initial registered office of the Company and names Corporate Creations Network, Inc. as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV  
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Revised Florida Limited Liability Act, as amended from time to time.

**ARTICLE V  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

**ARTICLE VI**  
**MANAGER(S)**

The names of the initial Managers of the Company are Michael H. McLamb, W. Brett McGill, Charles Cashman and Anthony Cassella.

**ARTICLE VII**  
**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

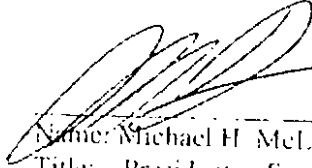
**ARTICLE VIII**  
**ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and in the manner set forth in the Operating Agreement of the Company.

**ARTICLE IX**  
**OPERATING AGREEMENT**

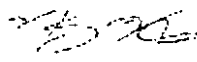
The power to adopt, alter, amend, or repeal the Operating Agreement of the Company may be admitted upon the written consent of the majority ownership interest of the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 1st of July, 2020.

  
Name: Michael H. McLamb  
Title: President, Secretary and  
Treasurer

### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for NORTHROP & JOHNSON YACHT-SHIPS LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 1st day of July, 2020.

  
Nicholas Nichols, Special Secretary

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SECRETARY OF STATE  
TALLAHASSEE, FL

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