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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GASSMAN, CROTTY & DENICOLA, P.A.

ATTORNEYS AT LAW

ALAN S. GASSMAN**

KENNETH J. CROTTY*^**

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- LL.M. In Taxation
- + Board Certified Lawyer Wills, Trusts and Estates
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June 26, 2020

VIA UPS

Florida Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Dear Sir/Madam:

Enclosed for filing please find Articles of Conversion and Articles of Organization whereby BAKER FAMILY LIMITED PARTNERSHIP, L.L.P., a Colorado limited liability limited partnership, will convert into BAKER FAMILY HOLDINGS, L.L.C., a Florida limited liability company, effective June 26, 2020.

Also enclosed please find a check made payable to Department of State in the amount of \$150.00 for applicable filing fees.

Please contact Adriana Choi (727-442-1200 x. 241) of my office if you have any questions on the attached.

Best personal regards,



Alan S. Gassman

ASG:*amc
Enclosures

cc: Donald and Barbara Baker (w/ encl. via email camel80@aol.com and dbakerf@aol.com)
Leah Kershner, CPA (w/ encl. via email LKershner@pjkepa.com)
Kenneth J. Crotty, Esq. (w/ encl. via email ken@gassmanpa.com)

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:

BAKER FAMILY LIMITED PARTNERSHIP, L.L.L.P.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability limited partnership

(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Colorado

(Enter state, or if a non-U.S. entity, the name of the country)

on 04/20/2010

(date of organization, formation or incorporation)

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

BAKER FAMILY HOLDINGS, L.L.C.

(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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TALLAHASSEE, FLORIDA

Signed this 26 day of June 2020.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
Printed Name: ALAN S. GASSMAN, ESQ. Title: Authorized Representative

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

Signature: _____
Printed Name: BARBARA S. BAKER, as President Title: _____
of ARCHIVE CORPORATION, a Florida profit corporation, as General Partner

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)

Audit Fax No: _____

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

BAKER FAMILY HOLDINGS, L.L.C.

ARTICLE II - Address:

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

**6914 Asphalt Ave.
Tampa, FL 33614**

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

**Alan S. Gassman, Esq.
1245 Court Street
Clearwater, FL 33756**

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.



Registered Agent's Signature

ARTICLE IV - Members and Managers:

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

Title:

Name and Address:

MGR

**BARBARA BAKER
6914 Asphalt Ave.
Tampa, FL 33614**

Audit Fax No: _____

ARTICLE V - Effective Date:

Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five (5) business days prior to or ninety (90) days after the date of filing.)

ARTICLE VI - Other provisions, if any.

Written Operating Agreement

Any operating agreement entered into by the Members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing, and shall govern all matters relating to the governance of the affairs of the Limited Liability Company, the conduct of its business and the relations of its Members, including without limitation, the amendment of these Articles. No oral agreement among any of the Members or Managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

Voting and Non-Voting Membership Interests

The Company shall consist of one-half of one percent (0.5%) of the ownership interests having voting Membership rights and ninety-nine and one-half percent (99.5%) of the ownership interests have non-voting Membership rights. The holders of the one-half of one percent (0.5%) voting Membership Units shall have a fiduciary duty to vote their Membership Interests based upon the same standard which applies to General Partners of a Limited Partnership in the State of Florida. The non-voting Members shall have rights as provided under the Florida Statutes, and as would apply to the Limited Partners of a Florida Limited Partnership. The Members may designate by written agreement and/or certificate of ownership whether Membership Interests that they are acquiring are voting or non-voting, but if not specifically designated, any issued Member Interests shall be considered to be non-voting.

REQUIRED SIGNATURE:



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

(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. 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.)

ALAN S. GASSMAN, Esq.

Typed or printed name of signee

J:\Baker, Donald & Barbara\Partnership\Conversion to FL LLC\Articles of Organization (FL).1.wpd
tja 01/17/2020