

L20000345957

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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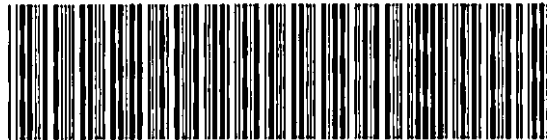
(Business Entity Name)

(Document Number)

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2020 OCT -6 PM 2:16
STATE
OFFICE, 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 B & B Land Co. (a/k/a B and B Land Co.).
2. The "Other Business Entity" is a general partnership first formed under the laws of Nebraska on November 26, 1996.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is P & K Land LLC.
4. The plan of conversion has been approved in accordance with all applicable statutes.
5. 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.

Signed on 9/30/, 2020.

Signature of Authorized Representatives of Limited Liability Company:

Paul V. Ballinger
Paul V. Ballinger, Manager
Karin Ballinger
Karin H. Ballinger, Manager

Signatures on behalf of "Other Business Entity":

Paul V. Ballinger
Paul V. Ballinger, General Partner
Karin Ballinger
Karin H. Ballinger, General Partner

**ARTICLES OF ORGANIZATION
OF
P & K LAND LLC**

**ARTICLE I
Name**

The name of this limited liability company is P & K Land LLC (the "Company").

**ARTICLE II
Address**

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

3991 Gulf Shore Blvd N, Unit 1602
Naples, FL 34103

**ARTICLE III
Purpose**

The purpose for which the Company is organized is for any and all lawful business as a limited liability company.

**ARTICLE IV
Duration**

The period of duration for the Company is perpetual.

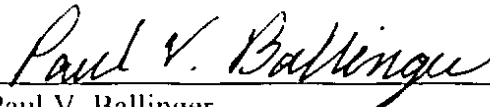
**ARTICLE V
Registered Office and Agent**

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

Paul V. Ballinger
3991 Gulf Shore Blvd N, Unit 1602
Naples, FL 34103

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CLERK OF DISTRICT COURT
STATE
OF FLORIDA

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.


Paul V. Ballinger

ARTICLE VI
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the initial managers of the Company are:

Paul V. Ballinger
3991 Gulf Shore Blvd N, Unit 1602
Naples, FL 34103

Karin H. Ballinger
3991 Gulf Shore Blvd N, Unit 1602
Naples, FL 34103

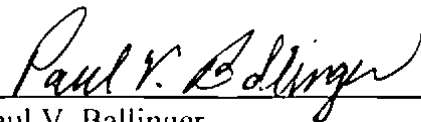
ARTICLE VII
Limitation on Agency Authority of Members

Pursuant to section 605.04074, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VIII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated September 30, 2020.



Paul V. Ballinger
Authorized Representative

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.

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STATE
FL.

CUMMINGS & LOCKWOOD LLC

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Principal
Fellow American College of
Trust & Estate Counsel and
Board Certified Tax Lawyer

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October 1, 2020

Via Federal Express (850) 245-6052

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

Re: P & K Land LLC

Dear Sir or Madam:

The enclosed Certificate of Conversion for P & K Land LLC with attached Articles of Organization for P & K Land LLC is hereby submitted for filing. The e-mail address to be used for annual report notifications is: pballin221@aol.com.

Also enclosed is our firm check in the amount of \$150.00 for payment of the filing fees. Please return all correspondence concerning this matter to my attention. Should you have any questions, please do not hesitate to contact me.

Thank you.

Sincerely,



William N. Horowitz

WNH/sp
Enclosure

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