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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

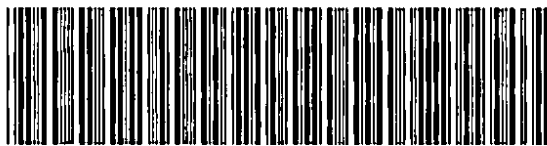
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2020 NOV 13 PM 4:59  
TALLAHASSEE, FL



**CLARK PARTINGTON**

ATTORNEYS AT LAW

Richard N. Sherrill  
Direct (850) 434-3276  
rsherrill@clarkpartington.com  
Board Certified by the Florida Bar  
Wills, Trusts and Estates

November 12, 2020

SENT VIA FEDERAL EXPRESS DELIVERY

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

**Re: *Bell Properties, LLC –  
Conversion of Alabama Limited Liability Company  
to Florida Limited Liability Company***

*Dear Sir or Madam,*

In connection with the above-referenced matter, enclosed are the following:

1. Original and one copy of Articles of Conversion;
2. Original and one copy of Articles of Organization; and
3. Check in the amount of \$180.00 for the following fees:

Filing Fee for Articles of Conversion	\$ 25.00
Filing Fee for Articles of Organization	125.00
Certified Copy Fee	<u>30.00</u>
	\$180.00

Please file these documents as soon as possible and return confirmation of filing and the certified copy in the enclosed self-addressed, stamped envelope.

Please feel free to call me at 850-434-3276 or my corporate paralegal, Lisa Watson, at 850-208-7046 if you have any questions. I appreciate your assistance with this matter.

With kind regards,

RICHARD N. SHERRILL

RNS/lw  
Encls.  
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**ORIGINAL**

**ARTICLES OF CONVERSION  
OF  
BELL PROPERTIES, LLC**

These Articles of Conversion and the attached Articles of Organization are submitted to convert BELL PROPERTIES, LLC, an Alabama limited liability company (the "Converting Entity"), into a Florida limited liability company in accordance with Section 605.1045, *Florida Statutes*.

1. The name of the Converting Entity immediately prior to the filing of these Articles of Conversion is Bell Properties, LLC.

2. The Converting Entity is a limited liability company first organized under the laws of the State of Alabama on August 26, 1999.

3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Bell Properties, LLC (the "Converted Entity").

4. The Plan of Conversion has been approved in accordance with all applicable statutes, including all applicable Alabama state law, specifically Sections 10A-1-8 and 10A-5A, Code of Alabama, and Florida state law, specifically Sections 605.1041 - 605.1046 of the Florida Revised Limited Liability Company Act. No members are entitled to appraisal rights as all of the members of the Converting Entity approved the Plan of Conversion and remain all of the members of the Converted Entity.

5. The effective date of these Articles of Conversion and the attached Articles of Organization shall be the date of filing with the Florida Department of State.

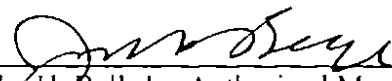
6. The conversion is permitted by, and complies with all requirements set forth in, Alabama state law, including Sections 10A-1-8 and 10A-5A, Code of Alabama, and Florida state law, including Sections 605.1041 - 605.1046 of the Florida Revised Limited Liability Company Act.

*[Signature Page Follows]*

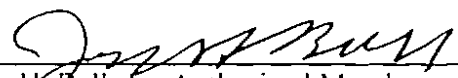
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2020 NOV 13 PM 5:11  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

IN WITNESS WHEREOF, the undersigned authorized representative of the Converting Entity and the Converted Entity has executed these Articles of Conversion on the date set forth below.

**BELL PROPERTIES, LLC**, an Alabama limited liability company (Converting Entity)

By:   
John H. Bell, Jr., Authorized Member  
Date: 10-29, 2020

**BELL PROPERTIES, LLC**, a Florida limited liability company (Converted Entity)

By:   
John H. Bell, Jr., Authorized Member  
Date: 10-29, 2020

**ORIGINAL**

**ARTICLES OF ORGANIZATION  
OF  
BELL PROPERTIES, LLC**

FILED  
2020 NOV 13 PM 5:08  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

The undersigned, John H. Bell, Jr., a natural person competent to contract and an authorized representative of Bell Properties, LLC, hereby presents these Articles of Organization as the Articles of Organization of Bell Properties, LLC, a limited liability company formed under the provisions of Chapter 605, *Florida Statutes*.

**ARTICLE I - NAME**

The name of the limited liability company is Bell Properties, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

**ARTICLE II - PRINCIPAL OFFICE ADDRESS**

The initial mailing address and the initial principal address of the Company is 220 Northcliff Drive, Gulf Breeze, Florida 32561. The Company's principal office and mailing address may hereafter be at such other place or places as its members from time to time may determine.

**ARTICLE III - PURPOSE AND POWERS**

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*.

**ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE**

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

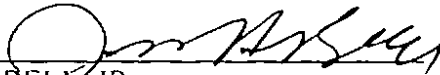
**ARTICLE V - REGISTERED OFFICE AND AGENT**

The initial registered office of the Company is 220 Northcliff Drive, Gulf Breeze, Florida 32561, and the name of the initial registered agent at that address is John H. Bell, Jr.

**ARTICLE VI - MANAGEMENT**

The Company shall be managed by one or more managers in accordance with the terms of the Operating Agreement for the Company. The name and address of the initial manager of the Company is as follows: John H. Bell, Jr., 220 Northcliff Drive, Gulf Breeze, Florida 32561

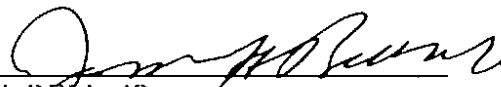
IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Articles of Organization on the date set forth below.

  
\_\_\_\_\_  
JOHN H. BELL, JR.

Date: 10-29-2020

**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of Bell Properties, LLC. I am familiar with and accept the duties and obligations of such designation.

  
\_\_\_\_\_  
JOHN H. BELL, JR.

Date: 10-29-2020

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