

L2100225635

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

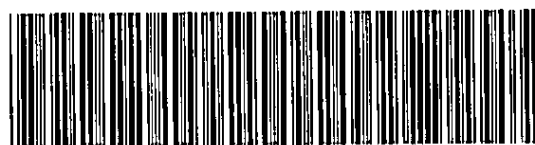
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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03/08/21--01041--024 **150.00

W21-45761

CLERK'S OFFICE

2021 APR 30 PM 2:17



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 6, 2021

ZACHARY T. BROOME, ESQ
600 JENNINGS AVE
EUSTIS, FL 32726

SUBJECT: SMOAK FAMILY HOLDINGS LLC
Ref. Number: W21000045761

We have received your document for SMOAK FAMILY HOLDINGS 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.

Tim Burch
Senior Section Administrator

Letter Number: 921A00007093

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ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SMOAK FAMILY HOLDINGS 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:

ZACHARY T. BROOME, ESQ.

(Contact Person)

BOWEN|SCHROTH

(Firm/Company)

600 JENNINGS AVE.

(Address)

EUSTIS, FL 32726

(City, State and Zip Code)

DELLIS1924@AOL.COM

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

ZACHARY BROOME

at (352) 589-1414

(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)

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
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

2021 APR 30 PM 2:17

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:
SMOAK FAMILY LIMITED PARTNERSHIP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED PARTNERSHIP 1999-2032
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on 12/06/1999
(date of organization, formation or incorporation)

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

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 02/15/2021

(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.

FILED
2021 APR 30 PM 2:17
TAMPA, FLORIDA

Signed this 26 day of FEBRUARY 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Dell Marie Ellis
Printed Name: DELL MARIE ELLIS Title: MANAGER

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

Signature: Dell Marie Ellis
Printed Name: DELL MARIE ELLIS Title: Manager 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)

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Audit # _____

**ARTICLES OF ORGANIZATION
OF
SMOAK FAMILY HOLDINGS, LLC**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

ARTICLE I

Name and Principal Office

The name of this limited liability company is **SMOAK FAMILY HOLDINGS, LLC**, and its principal office is located at **5653 BERRY GROVES RD, CLERMONT, FL 34714** and mailing address is **5653 BERRY GROVES RD, CLERMONT, FL 34714**.

ARTICLE II

Duration

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

ARTICLE III

Purpose

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Continuation of Business

If the members do not elect to dissolve this company within ninety (90) days after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this company, then this company shall not be dissolved by reason of such event, its affairs shall not be wound up, and it shall remain in existence as a limited liability company under the laws of the State of Florida.

ARTICLE V

Membership

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company, unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

Audit # _____

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ARTICLE VI
Dissolution

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

ARTICLE VII
Management

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **DELL MARIE ELLIS**.

ARTICLE VIII
Amendment of Articles of Organization and Operating Agreement

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

ARTICLE IX
Initial Registered Office and Agent

The address of the initial registered office of this limited liability company is **5653 BERRY GROVES RD, CLERMONT, FL 34714**. The name of the Registered Agent of this limited liability company is **DELL MARIE ELLIS** at the above office address.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this Limited Liability Company this 15th day of February, 2021.


DELL MARIE ELLIS

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

DELL MARIE ELLIS, having been named as registered agent to accept service of process for **SMOAK FAMILY HOLDINGS, LLC**, a Florida limited liability company, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 15th day of February, 2021.


DELL MARIE ELLIS

2021 APR 30 PM 2:13
CLERK OF COURT
CLERK OF COURT
CLERK OF COURT