

L21000292 705

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

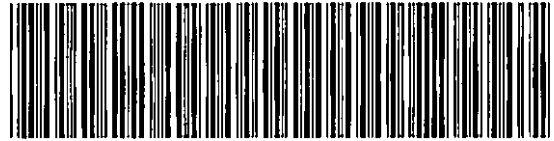
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

JUN 24 2021

T. SCOTT



900368244999

06/18/21--01018--009 **150.00

FILED
2021 JUN 18 PM 12:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Apogem 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:

Elaine M. Cohen, Esq.

(Contact Person)

Witman Stadtmauer, P.A.

(Firm/Company)

26 Columbia Tpke, Ste 100

(Address)

Florham Park, NJ 07932

(City, State and Zip Code)

ecohen@wsmesq.com

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

For further information concerning this matter, please call:

Elaine M. Cohen

at (973)

822-0220

(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

**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: Apogem LLC
2. The "Other Business Entity" is a limited liability company, organized and formed under the laws of the State of New Jersey on October 8, 2018.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: Apogem LLC
4. If not effective on the date of filing, enter the effective date: the date this document is filed by the Florida Department of State.
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.

Signed this 15th day of June 2021.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Michael Taylor, Manager

Signature(s) on behalf of Other Business Entity: _____

Michael Taylor, Manager

FILED
2021 JUN 18 PM 12:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is: Apogem LLC

ARTICLE II

The mailing address, principal office address, and street address of the principal office of the Limited Liability Company is: 940 Cape Marco Drive, Unit 1906, Marco Island, Florida 34145

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

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

Michael Taylor
940 Cape Marco Drive, Unit 1906
Marco Island, Florida 34145

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.


Michael Taylor, Registered Agent

ARTICLE IV

Michael Taylor is the Manager "MGR" of the Company and the person authorized to manage and control the Limited Liability Company. The MGR address is 940 Cape Marco Drive, Unit 1906, Marco Island, Florida 34145

REQUIRED SIGNATURE:

I Michael Taylor, sole Member execute this document 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.


Michael Taylor

FILED
2021 JUN 18 PM 12:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

APOGEM, LLC
PLAN OF CONVERSION


The sole member of Apogem, LLC, a New Jersey limited liability company (the "Company"), hereby consents to and adopts this plan of conversion by these resolutions to be effective as if adopted at a meeting duly called and held:

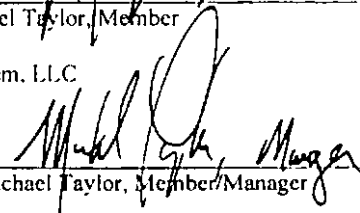
RESOLVED, that the Company shall file Articles of Conversion and Articles of Organization to convert the New Jersey limited liability company to a Florida limited liability company as set forth below:

1. The name of the other business entity and proposed name of the resulting entity after conversion is: Apogem, LLC.
2. The jurisdiction of the converting entity is New Jersey.
3. The jurisdiction of the resulting entity is Florida.
4. The terms and conditions of conversion include the filing of Articles of Conversion and Articles of Organization in Florida and the acceptance of a filed application for conversion in the State of New Jersey.
5. The ownership of the converting entity shall be the same single member ownership.
6. The proposed Articles of Conversion and Articles of Organization are annexed hereto.

RESOLVED, that the sole member of the Company be, and she hereby is, authorized and directed to take all actions necessary to give effect to the above resolutions and Plan of Conversion, including, but not limited to, the execution and delivery of all documents and certificates required to be delivered on behalf of the Company and the performance of all covenants of the Company contained herein.

I have set my hand this 15th day of June, 2021.



Michael Taylor, Member
Apogem, LLC
By: 

Michael Taylor, Member/Manager