

L22000017484

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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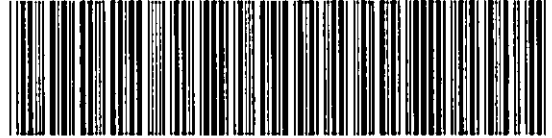
(Business Entity Name)

(Document Number)

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01/04/22--01040--004 \*\*150.00

*file date 1/14/2022  
filed annual report*

2022 JAN 14 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

D. O'KEEFE

JAN 14 2022

W22-3466

M

L220



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 11, 2022

CHRISTOPHER J. FOWLER / KRISTA BENTON  
NORTON, HAMMERSLEY, LOPEZ & SKOKOS, P.A.  
1819 MAIN STREET, STE. 610  
SARASOTA, FL 34236

SUBJECT: GULF COAST AUTO WORKS, LLC  
Ref. Number: W22000003466

We have received your document for GULF COAST AUTO WORKS, 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.

DANIEL L O'KEEFE  
Regulatory Specialist II

Letter Number: 922A00000815

## COVER LETTER

TO: New Filing Section  
Division of Corporations

SUBJECT: Gulf Coast Auto Works, 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:

Christopher J. Fowler/ Krista Benton

(Contact Person)

Norton, Hammersley, Lopez & Skokos, P.A.

(Firm/Company)

1819 Main Street, Suite 610

(Address)

Sarasota, FL 34236

(City, State and Zip Code)

corporation@nhslaw.com

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

For further information concerning this matter, please call:

Christopher J. Fowler/ Krista Benton at (941) 954-4691

(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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF CONVERSION OF  
GULF COAST AUTO WORKS CORPORATION  
INTO  
GULF COAST AUTO WORKS, LLC

The following Articles of Conversion and attached Articles of Organization are submitted to convert the following corporation into a Florida limited liability company, in accordance with Section 607.1112, Florida Statutes.

- 1) The name of the Corporation immediately prior to the filing of the Articles of Conversion is: GULF COAST AUTO WORKS CORPORATION.
- 2) The Corporation was first organized, formed, and incorporated under the laws of the State of Florida on June 4, 1999.
- 3) The name of the Florida limited liability company, as set forth in the attached Articles of Organization is: GULF COAST AUTO WORKS, LLC.
- 4) The effective date of the conversion shall be January 1, 2022.
- 5) The Plan of Conversion has been approved, in accordance with all applicable statutes.
- 6) The Corporation has agreed to pay any shareholders having appraisal rights the amount to which such shareholders are entitled under Section 607.1301 of the Florida Statutes, as amended.

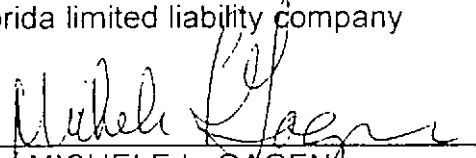
Signed this 30<sup>th</sup> day of December, 2021.

GULF COAST AUTO WORKS CORPORATION,  
a Florida corporation

By: Michelle L. Gagen  
MICHELE L. GAGEN  
As Its: President

GULF COAST AUTO WORKS, LLC,  
a Florida limited liability company

By:

  
MICHELE L. GAGEN

As Its: Authorized Representative

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
GULF COAST AUTO WORKS, LLC

The undersigned person under the Florida Revised Limited Liability Company Act,

Chapter 605, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is:

GULF COAST AUTO WORKS, LLC

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Revised Limited Liability Company Act.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 2018 Oak Terrace, Suite 201, Sarasota, FL 34231, and the name of the company's initial registered agent at that address is BRIAN MCGINN.

ARTICLE V - PLACE OF BUSINESS

The street and mailing addresses of the principal office of the company are 4971 Hubner Cir, Sarasota, FL 34241.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved as set forth in the Company's Operating Agreement.


ARTICLE VII - MANAGEMENT BY MANAGER

The company will be manager-managed. The initial manager of the Company shall be MICHELE L. GAGEN, located at 4971 Hubner Cir, Sarasota, FL 34241.

ARTICLE VIII - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all of the members and shall be as prescribed by the Florida Secretary of State.

DATED: Dec 30, 2021.

  
MICHELE L. GAGEN, authorized  
representative

**ACTION BY WRITTEN CONSENT  
OF SOLE DIRECTOR AND SOLE SHAREHOLDER,  
IN LIEU OF SPECIAL MEETING OF  
GULF COAST AUTO WORKS CORPORATION**

The undersigned, being the sole Director and the sole Shareholder of the above-named corporation, a Florida corporation, does hereby consent in writing to the adoption of the following resolutions, taking the action in lieu of a special meeting, as permitted by Sections 607.0704 and 607.0821 of the Florida Statutes.

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**RESOLVED AS FOLLOWS:**

1. That the Corporation will be converted into GULF COAST AUTO WORKS, LLC, a Florida limited liability company (the "LLC"), pursuant to the provisions of Section 607.1112, *et seq.*, of the Florida Business Corporation Act, as amended.
2. That the President is authorized and directed to execute any and all documents necessary, in order to carry out such conversion and form the LLC, including, without limitation, the Plan of Conversion, Articles of Conversion, Articles of Organization of the LLC, and Operating Agreement of the LLC.
3. That all purchases, contracts, contributions, compensations, acts, decisions, and appointments by the sole Director, officers, and the sole Shareholder, since the last annual meeting of the Corporation to the present date, be approved and ratified in all respects.

DATED: December 30, 2021.



MICHELE L. GAGEN,  
Sole Shareholder and Sole Director

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

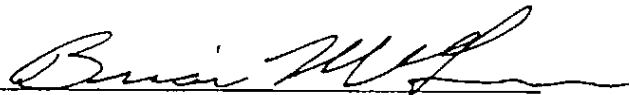
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 605.0113, Florida Statutes, the following is submitted:

That GULF COAST AUTO WORKS, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 2018 Oak Terrace, Suite 201, Sarasota, FL 34231, has named BRIAN MCGINN as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for GULF COAST AUTO WORKS, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Revised Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 605.0113, Florida Statutes.

DATE: December 30, 2021.

  
BRIAN MCGINN

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA