

L22000269394

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ MAIL

(Business Entity Name)

(Document Number)

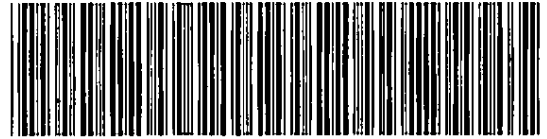
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FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FERGESON SKIPPER

ATTORNEYS AT LAW

1000 North Monroe Street, Suite 810, Tallahassee, Florida 32303

RICHARD R. GANS, ESQ.

rgans@fergesonskipper.com

Board Certified Wills, Trusts and Estates Lawyer
Fellow, American College of Trust and Estate Counsel

May 18, 2022

VIA FEDEX

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

Re: Conversion of Turtles on Little Sarasota Bay, Inc. to Turtles on Little Sarasota Bay, LLC
File No. 15860/30151

Dear Sir or Madam:

The **enclosed** Articles of Conversion, Articles of Organization, and fees are submitted to convert TURTLES ON LITTLE SARASOTA BAY, INC., a Florida corporation into TURTLES ON LITTLE SARASOTA BAY, LLC, a Florida limited liability company, in accordance with section 605.1045, Florida Statutes.

Enclosed is a check in the amount of \$150.00 for the Conversion and filing for Articles of Organization.

Please return all correspondence concerning this matter to the above address. For further information, please call me at 941-957-1900.

Thank you for your assistance.

Sincerely,



Richard R. Gans

RRG/dlt

Enclosures

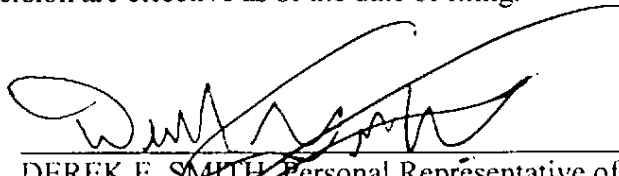
cc: Michael Wild, Esq. (via email with enclosures)
Mr. Derek E. Smith (via email with enclosures)
Ms. Stacy F. Lescano (via email with enclosures)
Mr. Sean C. Flanigan (via email with enclosures)

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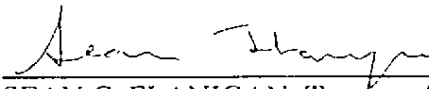
ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY

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 Section 605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: TURTLES ON LITTLE SARASOTA BAY, INC. (the "Converting Entity").
2. The Converting Entity is a Florida corporation first formed under the laws of the State of Florida on March 28, 1986 under document number J06651, and the jurisdiction has not changed.
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is: TURTLES ON LITTLE SARASOTA BAY, LLC (the "Converted Entity").
4. The Converting Entity has been converted into a Florida limited liability company in compliance with Chapters 605 and 607, Florida Statutes.
5. A Plan of Conversion for the Converting Entity was duly authorized and approved in accordance with all applicable Florida Statutes.
6. The Converted Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Florida law.
7. These Articles of Conversion may be signed in counterparts, each of which is an original, and all of which, together, are one and the same document. A photocopy or other duplicate of a signature page or a signature page exchanged by facsimile or electronic means (such as PDF), has the same effect as an original.
8. The Articles of Conversion are effective as of the date of filing.


DEREK E. SMITH, Personal Representative of the
ESTATE OF BARBARA V. KELLEHER,
Director and Shareholder
Dated: May 9 2022

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2022 MAY 19 PM 7:07
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TALLAHASSEE, FLORIDA



SEAN C. FLANIGAN, Trustee of the
FLANIGAN FAMILY IRREVOCABLE TRUST FBO
SEAN C. FLANIGAN U/T/A MAY 24, 2018, BY
KAREN L. FLANIGAN, GRANTOR
Director and Shareholder

Dated: 5/16 2022



STACY FLANIGAN LESCANO, Trustee of the
FLANIGAN FAMILY IRREVOCABLE TRUST FBO
STACY FLANIGAN LESCANO U/T/A MAY 24, 2018,
BY KAREN L. FLANIGAN, GRANTOR
Director and Shareholder

Dated: 5/16 2022

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ARTICLES OF ORGANIZATION

TURTLES ON LITTLE SARASOTA BAY, LLC

The undersigned Members, or an authorized representative of a Member, for the purpose of forming a Florida Limited Liability Company, hereby adopts the following Articles of Organization:

Article I

The name of the Limited Liability Company is:

TURTLES ON LITTLE SARASOTA BAY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

8875 MIDNIGHT PASS ROAD
SARASOTA, FL 34242

The mailing address of the Limited Liability Company is:

8875 MIDNIGHT PASS ROAD
SARASOTA, FL 34242

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The effective date for this Limited Liability Company shall be the filing date of these Articles with the Florida Department of State.

Article V

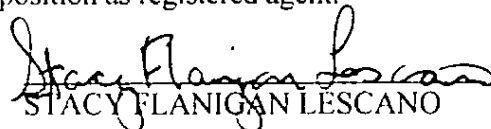
The name and Florida street address of the registered agent are:

STACY FLANIGAN LESCANO
2101 NE 17TH AVENUE
WILTON MANORS, FLORIDA 33305

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Having been named as registered agent 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.

Registered Agent signature:


STACY FLANIGAN LESCANO

Dated: 5-16, 2022

Article VI

This is a Manager-Managed Limited Liability Company. The name and address of the Managers are as follows:

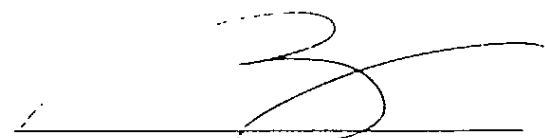
DEREK E. SMITH
5430 LINDA VISTA ROAD, #24
SAN DIEGO, CA 92110

NANCY B. SWEENEY
76 TUPPER ROAD, UNIT 4
SANDWICH, MASSACHUSETTS 02563

SEAN FLANIGAN
461 CANAL ROAD
SARASOTA, FLORIDA 34242

STACY FLANIGAN LESCANO
2101 NE 17TH AVENUE
WILTON MANORS, FLORIDA 33305

Signature of Managers or an authorized representative of a Member:



RICHARD R. GANS
Authorized Representative

This document is executed in accordance with §605.0203(1)(b), Fla. Stat. 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 §817.155, Fla. Stat.

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