

L22000314382

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

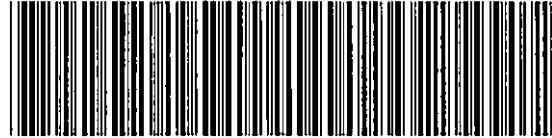
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

T. SCOTT
JUL 18 2022



100390616591

07/18/22--01003--006 **25.00

07/18/22--01003--006 **25.00

FILED
2022 JUL 18 AM 3:05
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
FRANCHISING
E-FILE VIDEO

RECEIVED
2022 JUL 18 AM 8:24
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS



Phelps Dunbar LLP
100 South Ashley Drive, Suite 2000
Tampa, FL 33602
813-472-7550

July 18, 2022

40770-0006

Derek Larsen-Chaney
Counsel
chaneyd@phelps.com
Direct 919 789 5314

VIA HAND-DELIVERY

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

**RE: FS PROPERTIES OF FLORIDA, LLC
Document Number M18000000841
Articles of Conversion for "Other Business Entity" into Florida LLC**

To Whom it May Concern:

FS Properties of Florida, LLC was organized as a limited liability company under the laws of the State of Louisiana on May 11, 2017. The Articles of Conversion and Articles of Organization submitted with this letter are intended to convert FS Properties of Florida, LLC from a foreign (Louisiana organized) limited liability company to a domestic limited liability company organized under the laws of the State of Florida (the "Conversion").

Enclosed please find the following documents, which are submitted in connection with the Conversion to convert FS Properties of Florida, LLC from an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with Section 605.1045, Florida Statutes:

- (1) Fully executed Articles of Conversion for FS Properties of Florida, LLC, a Louisiana limited liability company;
- (2) Fully executed Florida Articles of Organization of FS Properties of Florida, LLC, a Florida limited liability company;
- (3) Copy of the Louisiana Articles of Organization of FS Properties of Florida, LLC, a Louisiana limited liability company, filed with the Secretary of State of the State of Louisiana dated May 11, 2017;
- (4) Copy of Good Standing Certificate for FS Properties of Florida, LLC, a Louisiana limited liability company, issued by the Secretary of State of the State of Louisiana on July 14, 2022;

COUNSELORS AT LAW

100 South Ashley Drive, Suite 2000 | Tampa, Florida 33602-5311 | 813-472-7550 | 813-472-7570 Fax | phelpsdunbar.com

- (5) Copy of Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for FS Properties of Florida, LLC, filed on January 22, 2018, issued Document Number M18000000841; and
- (6) Payment in the following amount: \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization).

Please be advised that FS Properties of Florida, LLC is currently a registered foreign limited liability company authorized to transact business in the State of Florida, pursuant to that certain filing with the Florida Division of Corporations on January 22, 2018, which was issued Document Number M18000000841. This filing and the Conversion are for the same entity (*i.e.*, FS Properties of Florida, LLC). We are providing this additional information to ensure the Conversion filing is not rejected because the name of the converting entity (*i.e.*, FS Properties of Florida, LLC) is already on record with the Florida Division of Corporations. Per Section, 605.0911, Florida Statutes, FS Properties of Florida, LLC's certificate of authority to transact business in the State of Florida should be deemed withdrawn upon the effective date of the Conversion.

Please direct all return correspondence concerning this matter to:

Phelps Dunbar LLP
100 S Ashely Drive, Suite 2000
Tampa, FL 33602
Attn: Derek Larsen-Chaney, Esq.
chaneyd@phelps.com
Nicole Zaworska, Esq.
nicole.zaworska@phelps.com

If you have any questions or need additional information concerning the Conversion, please do not hesitate to call please call me at (919) 789-5314, or Nicole Zaworska, Esq. at (813) 222-7667. Thank you.

Sincerely,



Derek Larsen-Chaney, Esq.

DLC/NZ

Enclosures

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:
FS PROPERTIES OF FLORIDA, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

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

on 5/11/2017
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
FS PROPERTIES OF FLORIDA, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date:_____.

(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
2022 JUL 18 AM 3:12
CLERK AMB/GR VIDEO
FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signed this 14th day of July 2022.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Christopher Ridgeway

Printed Name: CHRISTOPHER RIDGEWAY

Title: Authorized Representative

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

Signature: Christopher Ridgeway

Printed Name: CHRISTOPHER RIDGEWAY

Title: Authorized Representative

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)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

FS PROPERTIES OF FLORIDA, LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

6925 HIGHWAY 98, SUITE 301
SANTA ROSA BEACH, FL 32459

Mailing Address:

6925 HIGHWAY 98, SUITE 301
SANTA ROSA BEACH, FL 32459

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

CHRISTOPHER RIDGEWAY

Name

17 LAGARZA CT

Florida street address (P.O. Box NOT acceptable)

ALYS BEACH

FL 32461

City

Zip

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.

DocuSigned by:

Christopher Ridgeway

CF31CE28E44C4CC..

Registered Agent's Signature (REQUIRED)

(CONTINUED)

FILED
JUL 18 AM 3:27
STATE ARCHIVE
FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

STONE CAPITAL GROUP LLC

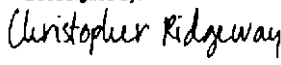
17 LAGARZA CT

ALYS BEACH, FL 32461

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

DocuSigned by:

CF31CE26E44C4CC...

Signature of a member or an authorized representative of a member

This document is executed 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.

CHRISTOPHER RIDGEWAY

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)