



Filing Cover Sheet

To: Florida Division of Corporations

From: TAYLOR SEAY C/O Capitol Services, Inc.

Date: 8/17/2022

Trans#: 1318878

Entity Name: NORTH STAR FLORIDA LODGING, LLC (DE) CONVERTING INTO NORTH STAR FLORIDA LODGING, LLC (FL)

- | | |
|---|-------------------------------|
| Articles Incorporation/Formation () | Articles of Amendment () |
| Articles of Dissolution () | Annual Report () |
| <input checked="" type="checkbox"/> Conversion (XX) | Fictitious Name () |
| Foreign Qualification () | Limited Liability () |
| Limited Partnership () | Merger () |
| Reinstatement () | Withdrawal / Cancellation () |
| Other () | |

STATE FEES PREPAID WITH CHECK# 2890 FOR \$150.00

PLEASE RETURN:

- | | |
|--------------------|---------------------------------|
| Certified Copy () | Plain Photocopy (XX) |
| Good Standing () | Certificate of Fact () |

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FEDERAL BUREAU OF INVESTIGATION
AUG 17 PM 4:31



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DIVISION OF CORPORATIONS
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: NORTH STAR FLORIDA LODGING, 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:

JOSEPH P. GLACKIN
(Contact Person)

MCNAMARA & CARVER, P.A.
(Firm/Company)

2907 BAY TO BAY BOULEVARD, SUITE 201
(Address)

TAMPA, FLORIDA 33629
(City, State and Zip Code)

JGLACKIN@MCCARV.COM
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

JOSEPH GLACKIN at (813) 837-0727
(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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 GEORGE W. ...
 ...

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:
NORTH STAR FLORIDA LODGING, 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 DELAWARE
(Enter state, or if a non-U.S. entity, the name of the country)

on SEPTEMBER 6, 2019
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
NORTH STAR FLORIDA LODGING, 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.

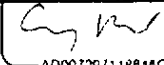
5. The plan of conversion has been approved in accordance with all applicable statutes.

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.

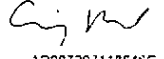
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Signed this 17th day of August 20

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: 
Printed Name: CRAIG MUSIL Title: MANAGER

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

Signature: 
Printed Name: CRAIG MUSIL Title: MANAGER

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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**ARTICLES OF ORGANIZATION
OF
NORTH STAR FLORIDA LODGING, LLC**

The undersigned does hereby execute these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the limited liability company shall be:

NORTH STAR FLORIDA LODGING, LLC

**ARTICLE II
PERIOD OF DURATION**

The period of duration of the limited liability company shall be perpetual.

**ARTICLE III
PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV
ADDRESS AND PLACE OF BUSINESS**

The mailing and street address of the principal office for the limited liability company is 765 Broadview Ave., Orillia, ON L3V 6P1, Canada.

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 2907 Bay to Bay Boulevard, Suite 201, Tampa, FL 33629, and the name of its initial registered agent is Joseph P. Glackin. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605, Florida Statutes.

**ARTICLE VI
MANAGEMENT**

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the

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CLERK OF THE CIRCUIT COURT
IN AND FOR THE STATE OF FLORIDA

direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of two persons. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from his or her election until the election of his or her successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The names and current addresses of the managers who are to serve as the initial managers until the first annual meeting of members and until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Craig Musil	765 Broadview Ave. Orillia, ON L3V 6P1 Canada
Stacey Roe	765 Broadview Ave. Orillia, ON L3V 6P1 Canada

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BRUCE M. GIBSON, CLERK
CLERK OF CIRCUIT COURT IN AND FOR
THE 17TH JUDICIAL CIRCUIT IN FLORIDA

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

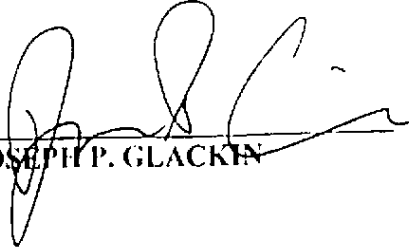
New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the Operating Agreement of the limited liability company.

**ARTICLE VIII
ACKNOWLEDGMENT**

The undersigned, being an authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of NORTH STAR FLORIDA LODGING, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the Operating Agreement of the limited liability company consistent with the laws of the State of Florida.

[Signature Page Follows]

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 17th day of August, 2022.

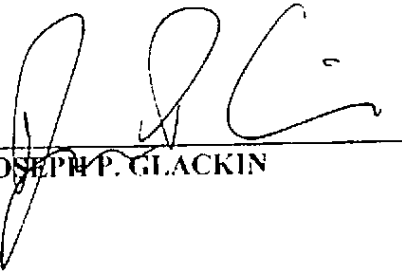


JOSEPH P. GLACKIN

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of NORTH STAR FLORIDA LODGING, L.I.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 605, Florida Statutes.

Executed this 17th day of August, 2022.



JOSEPH P. GLACKIN

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SECRETARY OF STATE
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