

L22000416111

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

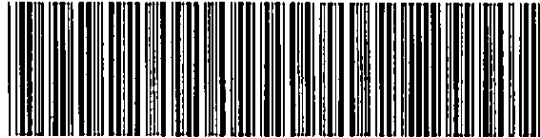
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700393285167

09/12/22--01028--003 **185.00

FILED
2022 SEP 12 PM 12:14
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: DIAMOND HELPERS, 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:

BAVLE J. GOLDMAN
(Contact Person)
LAW OFFICES OF DELIMA GOLDMAN & GOLDMAN
(Firm/Company)
11042 PANDORA STREET
(Address)
COMPL GARLES, FLORIDA 33156
(City, State and Zip Code)
BAVLE @ DELIMA GOLDMAN AND GOLDMAN, COM
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

BAVLE J. GOLDMAN at (305) 446-6460
(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)

<input type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input checked="" type="checkbox"/> \$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

2022 SEP 12 PM 12:11
TALLAHASSEE, FLORIDA
STATE OF FLORIDA

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:

DIAMOND HEIGHTS, 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 TEXAS

(Enter state, or if a non-U.S. entity, the name of the country)

on OCTOBER 18, 2006

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

DIAMOND HEIGHTS, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: DATE OF FILING

(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.

Signed this 8th day of SEPTEMBER 20 22.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: _____

Printed Name: PAUL J. GOLDMAN Title: ATTORNEY / REGISTERED AGENT

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

Signature: _____

Printed Name: PAUL J. GOLDMAN Title: ATTORNEY / 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)

FILED
2022 SEP 12 PM 12:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
DIAMOND HEIGHTS, LLC

The undersigned, being a duly authorized representative of a Member, desiring to form a limited liability company under and pursuant to the Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Diamond Heights, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office address of the Company is:

1122 Dr Mary McLeod Bethune Boulevard
Daytona Beach, Florida 32114

and the mailing address of the Company is:

670 Mesa Grande Drive
Palm Desert, California 92211

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 11042 Paradelas Street, Coral Gables, Florida 33156 as the street address of the initial registered office of the Company and names Bruce J. Goldman, Esq. as the

FILED
2022 SEP 12 PM 12:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by two (2) Managers. The Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Managers shall serve in such capacity until their successors are duly elected and qualified. The initial Managers of the Company shall be David Chaimowitz and Patricia Chaimowitz, whose mailing address is 670 Mesa Grande Drive, Palm Desert, California 92211.

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State of Florida, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of the ownership interests.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interests of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 8th day of September, 2022.

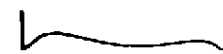


Bruce J. Goldman, Esq.
Duly Authorized Representative
of a Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Diamond Heights, LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605 of the Florida Statutes, and acknowledges he is familiar with, and accepts, the obligations of such position on this 8th day of September, 2022.

By:



Bruce J. Goldman, Esq.