

L22000504588

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

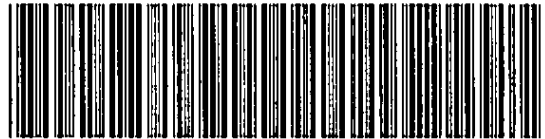
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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## ROBINSON PAYNE LLC

MELISSA WOLF, SR. PARALEGAL  
DIRECT PHONE & FAX: 847.944.9232  
MAIN PHONE: 847.882.8888  
[melissa@robinsonpayne.com](mailto:melissa@robinsonpayne.com)

November 14, 2022

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**RE: Conversion**

Dear Sir or Madam:

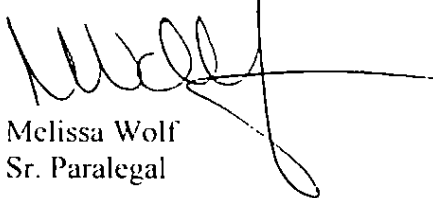
On behalf of our client, Philip E. Elworth, LLC, enclosed please find the following:

1. Articles of Conversion for "Other Business Entity" together with Articles of Organization and Conversion Plan.
2. Check in the sum of \$150.00 for the filing fee thereof.

Please file the foregoing and return a copy of the filed document to our office in the self-addressed, stamped envelope provided.

Sincerely,

ROBINSON PAYNE LLC



Melissa Wolf  
Sr. Paralegal

3783.002  
Enclosures

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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Philip E. Elworth, 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:

Richmond Payne

(Contact Person)

Robinson Payne LLC

(Firm/Company)

2800 West Higgins Road, Ste 160

(Address)

Hoffman Estates, Illinois 60169

(City, State and Zip Code)

pelworth@b2bcfo.com

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

For further information concerning this matter, please call:

Richmond Payne

(Name of Contact Person)

at ( 847 ) 882.8888

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in \$ dollars and drawn on a bank located in the United States)

☒ \$150.00 Filing Fees  
(S25 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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**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:  
Philip E. Elworth, 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 Illinois  
(Enter state, or if a non-U.S. entity, the name of the country)

on October 16, 2008  
(date of organization, formation or incorporation)

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

Philip E. Elworth, 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 an amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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Signed this 7<sup>th</sup> day of November 20 22

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: [Signature]  
Printed Name: Philip E. Elworth Title: Manager

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

Signature: [Signature]  
Printed Name: Philip E. Elworth 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 FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Philip E. Elworth, 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:

7543 Camden Harbour Drive  
Brandenton, Florida 34212

### Mailing Address:

7543 Camden Harbour Drive  
Brandenton, Florida 34212

## 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:

Philip E. Elworth

Name

7543 Camden Harbour Drive

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

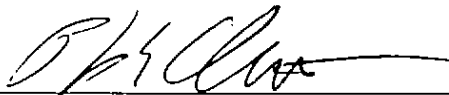
Brandenton,

FL 34212

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 805, F.S.*



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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**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:**

Philip E. Elworth

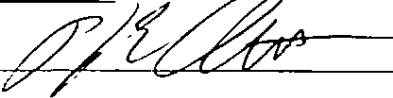
7543 Camden Harbour Drive

Brandenton, Florida 34212

(Use attachment if necessary)

**ARTICLE V:** Other provisions, if any.

**REQUIRED SIGNATURE:**



**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.

Philip E. Elworth

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)**

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**PLAN OF CONVERSION OF  
PHILIP E. ELWORTH, LLC**

THIS PLAN OF CONVERSION ("Plan of Conversion") is dated as of November 7, 2022, by Philip E. Elworth, LLC, an Illinois limited liability company.

WHEREAS, the sole owner and Member and the Manager of Philip E. Elworth, LLC desires to convert the limited liability company into a Florida limited liability company in accordance with the provisions of the Florida Statutes, 605.1045.

NOW, THEREFORE, the sole Member and the Manager of Philip E. Elworth, LLC hereby resolves as follows:

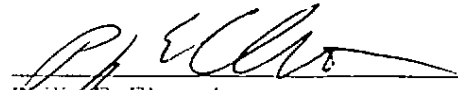
1. As soon as practicable after the adoption of this Plan of Conversion, appropriate documents shall be filed in the offices of the Secretary of States of Florida and Illinois to effectuate the Conversion (as defined below) contemplated hereby. The term "Effective Date" as used herein shall mean the date on which the Secretary of State of Florida files the Articles of Conversion together with the Articles of Organization (as defined below).
2. On the Effective Date, Philip E. Elworth, LLC (the "Converting Entity") shall be converted into a Florida limited liability company to be known as Philip E. Elworth, LLC (the "Converted Entity," and such transaction, the "Conversion"). The Converted Entity shall continue to be governed by the laws of the State of Florida.
3. As of the Effective Date, the Converted Entity shall be governed by the Articles of Organization of Philip E. Elworth, LLC as filed with and accepted by the Secretary of State of Florida.
4. From and after the Effective Date, Philip E. Elworth shall be the Manager of the Converted Entity, who shall hold office subject to and in accordance with the Articles of Organization of the Converted Entity.
5. The street address of Converted Entity's principal place of business shall be:  
7543 Camden Harbour Drive  
Brandenton, Florida 34212
6. From and after the Effective date of the Conversion, the Converted Entity shall succeed to all the rights, privileges, immunities, and franchises of a public, as well as of a private nature, of the Converting Entity; and all property, real, personal and mixed, and all debts due to or by the Converting Entity, including subscriptions to shares and all other choses in action, and all and every other interest, of or belonging to or due to the Converting Entity, shall be taken and deemed to be transferred to and vested in the Converted Entity without further act or deed; and the title of any real estate, or any interest therein, vested in and of the Converting Entity shall not revert or be in any way impaired by reason of the Conversion; provided, however, that the Converted Entity shall thenceforth be responsible and liable for all the liabilities and obligations of the Converting Entity, and any claim existing or action or proceeding pending by or against the Converting Entity may be prosecuted to judgment as if the Conversion had not taken place, or the Converted Entity may be substituted in its place, and neither the rights of creditors nor any liens upon the property of the Converting Entity shall be impaired by the Conversion.
7. This Plan of Conversion may be amended for any reason at any time prior to the filing of the Statement of Conversion with the Secretary of State of Florida by the Member and Manager of the Converting Entity.

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8. The Member and Manager of the Converting Entity shall do all acts and things whatsoever, whether within or without the State of Florida, that may be in any way necessary or proper to effect said Conversion.

IN WITNESS WHEREOF, The undersigned, being the sole Member and the Manager, have adopted this Plan of Conversion as of the date first written above.

  
Philip E. Elworth

*Being the sole Member and Manager of Philip  
E. Elworth, LLC*

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