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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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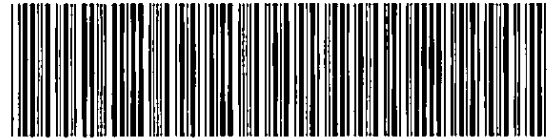
(Business Entity Name)

(Document Number)

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

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DIVISION OF CORPORATIONS  
2002 OCT 27 PM 3:49

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## **Filing Cover Sheet**

To: Florida Division of Corporations

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

Date: 12/27/2022

Trans#: 1350959

**Entity Name:** CODE WAECHTER FINANCIAL, LLP (FL) CONVERTING INTO CODE /  
WAECHTER FINANCIAL, LLC (FL)?

Articles Incorporation/Formation ( )	Articles of Amendment ( )
Articles of Dissolution ( )	Annual Report ( )
Conversion (XX) }	Fictitious Name ( )
Foreign Qualification ( )	Limited Liability ( )
Limited Partnership ( )	Merger ( )
Reinstatement ( )	Withdrawal / Cancellation ( )
Other ( )	

**STATE FEES PREPAID WITH CHECK# 3131 FOR \$180.00**

**PLEASE RETURN:**

<b>Certified Copy (XX) ,</b>	<b>Plain Photocopy ( )</b>
<b>Good Standing ( )</b>	<b>Certificate of Fact ( )</b>

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

FILED  
DIVISION OF CORPORATIONS  
DEC 27 PM 1:03  
TALLAHASSEE, 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:  
CODE WAECHTER FINANCIAL, LLP

(Enter Name of Other Business Entity)

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

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

on DECEMBER 21, 1999  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
CODE WAECHTER FINANCIAL, LLC  
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: DECEMBER 30, 2022  
(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 22nd day of DECEMBER 2022.

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

Signature of Authorized Representative: [Signature]  
Printed Name: JOLYON D. ACOSTA Title: AUTHORIZED REPRESENTATIVE

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

Signature: Jordan Code  
Jordan Code, Esq. 25, 2011, 15, 127531  
Printed Name: JORDAN P. CODE Title: GENERAL PARTNER

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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DIVISION OF CORPORATIONS  
DEC 27 PM 1:17

**ARTICLES OF ORGANIZATION  
OF  
CODE WAECHTER FINANCIAL, LLC**

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I  
NAME & ADDRESS**

The name of this limited liability company is **CODE WAECHTER FINANCIAL, LLC** (the "Company") and its principal office and mailing address is 4830 W. Kennedy Blvd., Suite 875, Tampa, Florida 33609.

**ARTICLE II  
EFFECTIVE DATE**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Company at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

Jolyon D. Acosta, Esq. Florida Bar No.: 0031500 Bush Ross, P.A. 1801 N. Highland Avenue, Tampa, FL 33602
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**ARTICLE IV**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

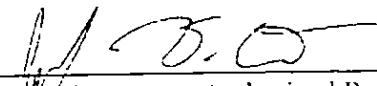
**ARTICLE V**  
**MANAGEMENT OF THE COMPANY**

The Company is a manager-managed Company. The initial managers shall be **Jordan P. Code, Brian E. Code, and Scott T. Waechter.**

**ARTICLE VI**  
**INDEMNIFICATION**

If the criteria set forth in §605.0408, *Florida Statutes*, or any successor statute, and any criteria set forth in the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §605.0408, *Florida Statutes*.

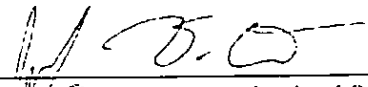
IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 22<sup>nd</sup> day of December, 2022.

  
\_\_\_\_\_  
Jolyon D. Acosta, Authorized Representative

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CLERK OF STATE  
2022 27 PM 1:51  
CORPORATIONS

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

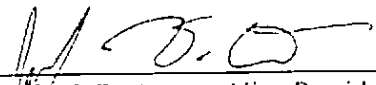
Pursuant to the provisions of Chapter 605, *Florida Statutes*, **CODE WAECHTER FINANCIAL, LLC**, desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

  
\_\_\_\_\_  
Jolyon D. Acosta, Authorized Representative

**ACKNOWLEDGMENT**

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of Chapter 605, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT  
SERVICES, LLC

By:   
\_\_\_\_\_  
Jolyon D. Acosta, Vice President

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